

PLAN OF UNITIZATION
FOR
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

PLAN OF UNITIZATION
FOR
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

TABLE OF CONTENTS

<u>Section</u>		<u>Page</u>
	Preliminary Recitals	1
	ARTICLE 1 DEFINITIONS	
1.1	Unit	1
1.2	Unit Area	1
1.3	Unitized Interval	1
1.4	Unit Production	2
1.5	Unit Expense	2
1.6	Unit Operator	2
1.7	Commission	2
1.8	Gender	2
1.9	Lessee	2
1.10	Royalty Owner	2
1.11	Person	2
1.12	Effective Date	2
1.13	Oil and Gas	3
1.14	Oil and Gas Rights	3
1.15	Outside Substances	3
1.16	Separately Owned Tract	3
1.17	Tract Participation	3
1.18	Unit Participation	3
	ARTICLE 2 EXHIBITS	
2.1	Exhibits	3
2.2	Reference to Exhibits	4
2.3	Conflicts	4
	ARTICLE 3 NAME AND GENERAL POWERS OF UNIT	
3.1	Name	4
3.2	General Powers of Unit	4
	ARTICLE 4 CREATION AND EFFECT OF UNIT	
4.1	Pooling of Leases	4
4.2	Amendment of Leases	5
4.3	Relationship of Lessees	5

<u>Section</u>		<u>Page</u>
4.4	Personal Property Excepted	5
4.5	No Transfer of Title	5
4.6	Production from Unit Area	5
4.7	Continuation of Leases and Term Royalties	5
4.8	Injection Rights	6
ARTICLE 5 PLAN OF OPERATION		
5.1	Operating Methods	6
5.2	Change of Operating Methods	6
ARTICLE 6 ALLOCATION OF UNIT PRODUCTION		
6.1	Allocation to Tracts	6
6.2	Distribution of Production to Tract Owners	7
6.3	Taking Unit Production in Kind	7
6.4	Failure to Take in Kind	7
6.5	Production Where Title is in Dispute	7
6.6	Responsibility for Royalty Settlements	8
6.7	Royalty on Outside Substances	8
ARTICLE 7 USE OR LOSS OF UNIT PRODUCTION		
7.1	Use of Unit Production	8
7.2	Royalty Payments	9
ARTICLE 8 TITLES		
8.1	Title Information	9
ARTICLE 9 EASEMENTS OR USE OF SURFACE		
9.1	Grant of Easements	9
9.2	Use of Water	9
9.3	Surface Damages	9
ARTICLE 10 RELATIONSHIP OF PARTIES		
10.1	No Partnership	9
10.2	Information to Royalty Owners	10
10.3	Reservation of Rights of Lessees	10
10.4	Specific Rights of Lessees	10

Section

Page

ARTICLE 11
CREATION OF OPERATING COMMITTEE
AND SUPERVISION OF UNIT OPERATIONS

11.1	Creation of Operating Committee	10
11.2	Overall Supervision	10
11.3	Particular Powers and Duties	10
11.4	Meeting of Operating Committee	12
11.5	Voting Procedure	12

ARTICLE 12
UNIT OPERATOR

12.1	Initial Unit Operator	13
12.2	Resignation or Removal	13
12.3	Selection of Successor	13

ARTICLE 13
POWERS AND DUTIES OF UNIT OPERATOR

13.1	Exclusive Right to Operate Unit	13
13.2	Workmanlike Conduct	13
13.3	Liens and Encumbrances	14
13.4	Employees	14
13.5	Records	14
13.6	Reports to Lessees	14
13.7	Reports to Governmental Authorities	14
13.8	Engineering and Geological Information	14
13.9	Expenditures	14

ARTICLE 14
TAXES

14.1	Ad Valorem Taxes	14
14.2	Direct Taxes and Assessments	15

ARTICLE 15
INSURANCE

15.1	Insurance	15
------	-----------	----

ARTICLE 16
ADJUSTMENT OF INVESTMENTS

16.1	Personal Property Taken Over	15
16.2	Inventory and Evaluation of Personal Property	16
16.3	Investment Adjustment	16
16.4	General Facilities	16
16.5	Ownership of Personal Property and Facilities	17

<u>Section</u>		<u>Page</u>
ARTICLE 17 DEVELOPMENT AND OPERATING COSTS		
17.1	Basis of Charge to Lessees	17
17.2	Budgets	17
17.3	Advance Billings	17
17.4	Commingling of Funds	18
17.5	Nonpayment by Individual Lessee	18
17.6	Billing of Defaulted Payments	18
17.7	Liens and Foreclosures	18
17.8	Wells Drilled by Unit Operator	19
ARTICLE 18 OIL IN LEASE TANKAGE ON EFFECTIVE DATE		
18.1	Gauge of Merchantable Oil	19
ARTICLE 19 OPERATION OF NONUNITIZED FORMATIONS		
19.1	Right to Operate in Nonunitized Formations	19
ARTICLE 20 CLAIMS AND SUITS		
20.1	Settlements	20
ARTICLE 21 TRANSFER OF INTEREST		
21.1	Plan of Unitization is a Covenant	20
21.2	Effect of Transfers	20
ARTICLE 22 FORCE MAJEURE		
22.1	Force Majeure	21
ARTICLE 23 INTERNAL REVENUE PROVISION		
23.1	Internal Revenue Provision	21
ARTICLE 24 NOTICES		
24.1	Notices	21

Section

Page

ARTICLE 25
ORGANIZATION OF UNIT AND EFFECTIVE DATE OF PLAN

25.1	Call of Organizational Meeting	22
25.2	Officers	22
25.3	Effective Date	22
25.4	Failure to Take Over Operations	22
25.5	When Commission Order Becomes Final	23
25.6	Certificate of Effectiveness	23

ARTICLE 26
ABANDONMENT OF WELLS

26.1	Right to Take Over Abandoned Wells	23
26.2	Plugging	24

ARTICLE 27
TERM

27.1	Term	24
27.2	Termination by Operating Committee	24
27.3	Effect of Termination	24
27.4	Filing of Notice of Abandonment	24
27.5	Salvaging Equipment Upon Termination	25

ARTICLE 28
ABANDONMENT OF OPERATIONS

28.1	Termination	25
------	-------------	----

ARTICLE 29
AMENDMENT TO PLAN OF UNITIZATION
AND ENLARGEMENT OF UNIT

29.1	Amendment and Enlargement	26
------	---------------------------	----

ARTICLE 30
COUNTERPART

30.1	Separate Counterparts or Ratifications	26
30.2	Joinder in Dual Capacity	26

PLAN OF UNITIZATION
FOR
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

W I T N E S S E T H:

The following shall constitute the Plan of Unitization applicable to the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, which said unit is created pursuant to authority of Senate Bill 203 of the 1951 Legislature of the State of Oklahoma (52 O.S. 1951, §§ 287.1-287.15) for the purpose of the unitized management, operation and further development of an oil and gas accumulation underlying the Unit Area as herein defined, all to the end that a greater ultimate recovery of oil and gas and associated minerals may be had therefrom, waste prevented and the correlative rights of the respective owners thereof protected.

ARTICLE 1

DEFINITIONS

As used in this Plan of Unitization, the terms and expressions hereinafter set out are defined as follows:

1.1 "Unit" shall mean and refer to the Unconformity-Humphreys Sand Unit, hereinafter sometimes referred to for convenience as the "Humphreys Unit".

1.2 "Unit Area" shall mean and include all of the Unitized Interval underlying the lands situated within the Velma Field, Stephens County, Oklahoma, described by Separately Owned Tracts in the schedule attached hereto and made a part hereof as Exhibit A and outlined by the broken line on the plat attached hereto and made a part hereof as Exhibit B, said interval being a single common source of supply.

1.3 "Unitized Interval" shall mean and include that stratigraphic interval underlying the Unit Area occurring between the top of the Unconformity Sand and the base of the Humphreys Sand which is the same interval which was encountered between the depths of 4890 feet and 5220 feet below the derrick floor on the basis of the electrical log of the Skelly Oil Company's Humphrey "B" No. 5 well located in the SW/4 of the SE/4 of the NE/4 of Section 14, Township 1 South, Range 5 West, Stephens County, Oklahoma.

1.4 "Unit Production" shall mean and include all Oil and Gas produced from the Unitized Interval from and after the effective date of the Plan of Unitization, regardless of the well or Separately Owned Tract within the Unit Area from which the same is produced.

1.5 "Unit Expense" shall mean and include any and all cost, expense or indebtedness incurred by the Unit or Unit Operator as authorized by this Plan of Unitization or the order of the Commission creating the Unit.

1.6 "Unit Operator" shall mean and refer to the Lessee designated to carry on and conduct the unitized operation and further development of the Unit Area as provided in Article 12 hereof.

1.7 "Commission" shall mean and refer to the Corporation Commission of the State of Oklahoma.

1.8 The pronoun "it" is used to refer to any person, regardless of gender.

1.9 "Lessee" shall mean and refer to any owner of an interest in Unit Production by virtue of a lease, operating agreement, fee title or otherwise, which interest is chargeable with and obligated to pay or bear, either in cash or out of production or otherwise, all or a portion of the cost of drilling, developing, producing and operating the Unitized Interval. An owner of or party to an overriding royalty interest, oil payment, carried interest, net profits contract or other agreement similar in nature thereto, who is not personally chargeable with any Unit Expense, shall not be regarded as a Lessee. The owner of unleased Oil and Gas Rights in a Separately Owned Tract shall be considered as a Lessee with respect to $7/8$ ths of such rights and as a Royalty Owner with respect to $1/8$ th of such rights.

1.10 "Royalty Owner" shall mean and refer to any owner of an interest in Unit Production or proceeds thereof other than that of a Lessee.

1.11 "Person" shall mean and refer to any individual, corporation, partnership, common law or statutory trust, association of any kind, the State of Oklahoma (or any subdivision or agency thereof acting in a proprietary capacity), guardian, executor, administrator, fiduciary of any kind or any entity capable of holding an interest in and to the Unit Area.

1.12 "Effective Date" shall mean and refer to the date on which the Unit assumes and takes over the operation and further development of the Unit Area as provided in Section 25.3 hereof.

1.13 "Oil and Gas" shall refer not only to oil and gas as such in combination one with the other, but also to oil, gas, casinghead gas, casinghead gasoline, or other hydrocarbons, or any combination or combinations thereof, or any one thereof which may be found in or produced from the Unitized Interval.

1.14 "Oil and Gas Rights" shall mean and include the right to explore, develop and operate lands within the Unit Area for the production of Oil and Gas or to share in the production so obtained or the proceeds from the sale thereof.

1.15 "Outside Substances" shall mean and include all substances obtained from any source other than the Unitized Interval and which are injected therein.

1.16 "Separately Owned Tract" shall mean and include each parcel of land within the surface boundary of the Unit Area described as such and given a tract number in said Exhibit A and depicted on said Exhibit B.

1.17 "Tract Participation" shall mean and refer to that percentage of Unit Production which is allocated to a Separately Owned Tract under this Plan of Unitization.

1.18 "Unit Participation" of each Lessee shall mean the sum of the percentages obtained by multiplying such Lessee's fractional working interest in each Separately Owned Tract by the Tract Participation of such tract.

ARTICLE 2

EXHIBITS

2.1 Exhibits. Attached hereto are the following exhibits incorporated herein by reference:

2.1.1 Exhibit A is a schedule describing each Separately Owned Tract in the Unit Area and showing its Tract Participation.

2.1.2 Exhibit B is a map of a portion of the Velma Field, showing the surface boundary line of the Unit Area and the Separately Owned Tracts thereon.

2.1.3 Exhibit C is the Accounting Procedure applicable to development and operation of the Unit Area.

2.1.4 Exhibit D contains insurance provisions applicable to the development and operation of the Unit Area.

2.2 Reference to Exhibits. Whenever in this agreement reference is made to any of said exhibits, such reference shall mean said exhibits as originally attached hereto; or, if the same have been revised, it shall mean the last revision thereof.

2.3 Conflicts. In the event of conflict between any provision contained in the body of this Plan of Unitization and any exhibit attached hereto (or any revision thereof), the provision contained in the body of this Plan shall prevail.

ARTICLE 3

NAME AND GENERAL POWERS OF UNIT

3.1 Name. The name of the Unit created hereby shall be the Unconformity-Humphreys Sand Unit.

3.2 General Powers of Unit. The Unit is authorized and empowered on behalf and for the account of all owners of Oil and Gas Rights within the Unit Area, without profit to the Unit, to supervise, manage and conduct the further development and operation of the Unit Area for the production of Oil and Gas from the Unitized Interval, pursuant to the powers conferred and subject to the limitations imposed by the provisions of Senate Bill 203 of the 1951 Session of the Oklahoma Legislature (52 O.S. 1951, §§ 287.1-287.15), by other applicable State and Federal laws and by this Plan of Unitization.

ARTICLE 4

CREATION AND EFFECT OF UNIT

4.1 Pooling of Leases. The adoption of this Plan of Unitization and the creation of the Unit as herein provided shall have the effect from and after the Effective Date hereof of unitizing all further development and operations for the production of Oil and Gas from the Unitized Interval and of pooling and unitizing the production so obtained, all to the same extent as if the Unitized Interval had been included in a single lease and all rights thereunder owned by the owners of Oil and Gas Rights in undivided interests. Property rights, leases, contracts and all other rights and obligations in respect of the Oil and Gas Rights in and to the several Separately Owned Tracts within the Unit Area from and after the Effective Date hereof shall be and the same are hereby amended and modified to the extent necessary to make the same conform to the provisions and requirements of this Plan of Unitization, but otherwise shall remain in full force and effect. It is the intention of Lessees that the unitization accomplished hereunder shall constitute, relative to the Unitized Interval, an exchange of Lessees' respective "economic interests in oil and gas" within the meaning of that phrase for Federal income tax purposes.

4.2 Amendment of Leases. The terms and provisions of the various leases, agreements or other instruments covering the respective Separately Owned Tracts are hereby amended to the extent necessary to make them conform to the terms and provisions of this Plan of Unitization, but otherwise are to remain in full force and effect.

4.3 Relationship of Lessees. The relationship between the Lessees within the Unit Area resulting from the creation of the Unit shall not be that of a trust, partnership or association, but shall be in the nature of a tenancy in common.

4.4 Personal Property Excepted. All lease and well equipment, materials, and other facilities heretofore or hereafter placed by any of the Lessees on the lands covered hereby shall be deemed to be and shall remain personal property belonging to and may be removed by the Lessees.

4.5 No Transfer of Title. Nothing herein contained shall be construed to require or result in a transfer to or the vesting in the Unit of title to the Separately Owned Tracts within the Unit Area or to the leases thereon, other than the right to use and operate the same to the extent set out in this Plan of Unitization; nor shall the Unit be regarded as owning any of the Unit Production. All property, real or personal, which the Unit may in any way acquire, hold or possess, shall not be acquired, held or possessed by the Unit for its own account but, instead, for the account and as agent of the several Lessees of the Separately Owned Tracts within the Unit Area, and shall be the property of such Lessees as their interests may appear under this Plan of Unitization, subject, however, to the right of the Unit to the possession, management and use, or disposal, of the same in the proper conduct of its affairs and further subject to any lien the Unit or Unit Operator may have thereon to secure the payment of Unit Expense.

4.6 Production from Unit Area. The amount of Unit Production allocated to each Separately Owned Tract, and only that amount, regardless of the well or wells in the Unit Area from which it may be produced, and regardless of whether it be more or less than the amount of the production from the well or wells, if any, on any such Separately Owned Tract shall, for all intents, uses and purposes, be regarded and considered as production from such Separately Owned Tract.

4.7 Continuation of Leases and Term Royalties. Operations carried on under and in accordance with this Plan of Unitization shall be regarded and considered as a fulfillment of and compliance with all the provisions, covenants and conditions (either expressed or implied) of the several oil and gas leases covering any of the land included within the Unit Area or other contracts pertaining to the development thereof or term royalty interests therein to the

same extent that the development and operation of and production of Oil and Gas from each of the several Separately Owned Tracts within the Unit Area would have constituted a fulfillment of or compliance with such leases, other contracts and term royalty interests. Wells drilled or operated on any part of the Unit Area, no matter where located, shall for all purposes, save determining payments to Royalty Owners, be regarded as wells drilled or operated on each Separately Owned Tract within the Unit Area.

4.8 Injection Rights. Royalty Owners hereby grant unto the Lessees the right to inject into the Unitized Interval any substance in whatever amounts the Lessees deem expedient, including the right to place and maintain injection wells on the Unit Area and to use producing or abandoned oil or gas wells for said purposes.

ARTICLE 5

PLAN OF OPERATION

5.1 Operating Methods. To the end that the quantity of Unit Production ultimately recoverable may be increased and waste prevented, the Unit Operator, under direction of the Operating Committee, shall with diligence and in accordance with good engineering and production practices, conduct a secondary recovery operation by means of injecting gas, water or other substances or combinations thereof into the Unitized Interval.

5.2 Change of Operating Methods. Such other methods of operation as may from time to time be determined by the Operating Committee to be feasible, necessary or desirable to efficiently increase the ultimate recovery of Unit Production may be conducted by the Unit Operator under direction of the Operating Committee. Nothing herein contained shall prevent the Operating Committee from discontinuing or changing in whole or in part any particular method of operation if, in their opinion, such method of operation is no longer in accord with good engineering or production practices.

ARTICLE 6

ALLOCATION OF UNIT PRODUCTION

6.1 Allocation to Tracts. All Unit Production, except so much thereof as is used in the development and operation of the Unit Area, including pressure maintenance, secondary recovery and/or other operations carried on in accordance with this Plan of Unitization, or is unavoidably lost, shall be apportioned among and allocated to the several Separately Owned Tracts within the Unit Area in accordance with the respective Tract Participations set forth and shown in Exhibit A hereto attached.

6.2 Distribution of Production to Tract Owners. Except as may be otherwise authorized or provided in this Plan of Unitization, the Unit Production allocated to each Separately Owned Tract shall be distributed among or the proceeds thereof paid to the several persons entitled to share therein in the same manner and proportions and upon the same conditions as they would have participated and shared therein had not this Plan become effective, and with the same legal force and effect. Specifically, division orders, unless revoked, shall remain in effect, but shall apply to the respective interests in allocated production in lieu of actual production from a particular Tract. If, on and after the Effective Date, the ownership of the royalty and/or working interest in any Separately Owned Tract is or becomes divided so that any portion of such Tract is owned in severalty, then all payments out of such Unit Production shall, in the absence of a recorded agreement fixing the division of ownership thereof, be divided among such respective portions in the proportion that the number of surface acres in each such portion bears to the total number of surface acres in such Separately Owned Tract.

6.3 Taking Unit Production in Kind. The Unit Production allocated to each Separately Owned Tract shall be delivered in kind to the respective parties entitled thereto by virtue of the ownership of Oil and Gas Rights therein or by purchase from such owners. Such parties shall have the right to construct, maintain and operate within the Unit Area all necessary facilities for that purpose, provided the same are so constructed, maintained and operated as not to interfere with operations carried on pursuant hereto. Any extra expenditures incurred by Unit Operator by reason of the delivery in kind of any portion of the Unit Production shall be borne by the party receiving the same in kind.

6.4 Failure to Take in Kind. If any party fails to take in kind or separately dispose of its share of Unit Production, Unit Operator shall have the right, for the time being and subject to revocation at will by the party owning the share, to purchase for its own account or sell to others such share at a price not less than the current market price prevailing in the field at the time of such purchase or sale, provided that all contracts of sale by Unit Operator of any other party's share of Unit Production shall be only for such reasonable periods of time as are consistent with the minimum needs of the industry under the circumstances, but in no event shall any such contract be for a period in excess of one year. The proceeds of Unit Production so disposed of by Unit Operator shall be paid to the party entitled thereto.

6.5 Production Where Title is in Dispute. If the title or right of any party claiming the right to receive in kind all or any portion of the Unit Production allocated to a Separately Owned Tract is in dispute, Unit Operator shall either:

6.5.1 Require that the party or parties to whom such Unit Production is delivered or to whom the proceeds thereof are paid, furnish security for the proper accounting therefor to the rightful owner or owners in the event the title or right of such person or persons shall fail in whole or in part; or

6.5.2 Withhold and market the portion of Unit Production with respect to which title is in dispute, and impound the proceeds thereof until such time as the title or right thereto is established by final judgment of a court of competent jurisdiction or otherwise to the satisfaction of the Unit Operator whereupon the proceeds so impounded shall be paid to the party or parties rightfully entitled thereto.

6.6 Responsibility for Royalty Settlements. Any party receiving in kind or separately disposing of all or part of the Unit Production allocated to any Separately Owned Tract, or receiving the proceeds therefrom if the same is sold or purchased by Unit Operator, shall be responsible for the payment of, and shall indemnify all other parties, including Unit Operator, against any liability for any and all royalties, overriding royalties, production payments and any and all other payments chargeable against or payable out of such Unit Production or the proceeds therefrom.

6.7 Royalty on Outside Substances. If any Outside Substances comprised of hydrocarbons in a gaseous state are injected into the Unitized Interval, fifty per cent (50%) of any like substance contained in Unit Production subsequently produced and sold, or used for other than operations hereunder, shall be deemed to be Outside Substances until the aggregate of said fifty per cent (50%) equals the accumulated volume of the Outside Substances injected into the Unitized Interval, and no payments shall be due or payable to Royalty Owners on said fifty per cent (50%). If the Outside Substances injected be liquefied petroleum gases and the Unit Production subsequently produced contains such liquefied petroleum gases as determined by fractional analysis or such other tests as applicable, the Lessees shall have the right to recover such contained gases, or their equivalent value, from such Unit Production, without payment of royalty thereon.

ARTICLE 7

USE OR LOSS OF UNIT PRODUCTION

7.1 Use of Unit Production. Lessees may use as much of the Unit Production as they deem necessary for the operation and development of the Unit Area, including but not limited to the injection into the Unitized Interval.

7.2 Royalty Payments. No royalty, overriding royalty, production or other payments shall be payable upon or with respect to Unit Production used or consumed in the operation or development of the Unit Area or which may be otherwise lost or consumed in the production, handling, treating, transportation or storing of Unit Production.

ARTICLE 8

TITLES

8.1 Title Information. Upon request of either the Operating Committee or the Unit Operator, the Lessees of the several Separately Owned Tracts shall make available to the Operating Committee or the Unit Operator, as the case may be, an abstract brought down to the date of the request, together with such other title information in the possession of such Lessees affecting titles to the Oil and Gas Rights in and to the Unit Area.

ARTICLE 9

EASEMENTS OR USE OF SURFACE

9.1 Grant of Easements. The parties hereto, to the extent of their rights and interests, hereby grant to the Unit the right to use as much of the surface of the land within the Unit Area as may be reasonably necessary for the operation and development of the Unit Area hereunder; provided, that nothing herein shall be construed as leasing or otherwise conveying to the Unit a site for a water, gas injection, processing or other plant, or camp site.

9.2 Use of Water. The Unit shall have free use of water from the Unit Area for operations hereunder except water from Royalty Owners' wells, private lakes, ponds, or irrigation ditches.

9.3 Surface Damages. The Unit shall pay the rightful owners for damages to growing crops, timber, fences, improvements and structures on the Unit Area resulting from operations hereunder.

ARTICLE 10

RELATIONSHIP OF PARTIES

10.1 No Partnership. The duties, obligations and liabilities of the parties hereto are intended to be several and not joint or collective, and nothing herein contained shall ever be construed to create an association, trust or impose a partnership duty, obligation or liability with regard to any one or more of the parties hereto. Each party hereto shall be individually responsible for its own obligations as herein provided.

10.2 Information to Royalty Owners. Each Royalty Owner shall be entitled to all information in possession of Unit Operator to which such Royalty Owner is entitled by his existing agreement with any Lessee with the express stipulation that if by reason of this Plan of Unitization, such information is not available, the nearest approximation or equivalent of such information shall be made available.

10.3 Reservation of Rights of Lessees. Lessees severally reserve to themselves all their rights, powers, authorities and privileges, except as expressly provided in this Plan of Unitization.

10.4 Specific Rights of Lessees. Each Lessee shall have, among others, the following specific rights and privileges:

10.4.1 Access to Unit Area. Access to the Unit Area at all reasonable times to inspect the operations hereunder and all wells and records and data pertaining thereto.

10.4.2 Reports by Request. The right to receive from Unit Operator, upon written request, copies of all reports to any governmental agency, reports of crude oil runs and stocks, inventory reports and all other data pertaining to unit operations. The cost of gathering and furnishing data not ordinarily furnished by Unit Operator to all Lessees shall be charged solely to Lessees requesting the same.

ARTICLE 11

CREATION OF OPERATING COMMITTEE AND SUPERVISION OF UNIT OPERATIONS

11.1 Creation of Operating Committee. An Operating Committee is hereby created to consist of one representative to be designated by each Lessee within the Unit Area, provided that an individual Lessee may himself be a member of the Committee. Each Lessee shall advise Unit Operator in writing the name and address of its representative and alternate representative authorized to represent and bind it in respect to any matter pertaining to the development and operation of the Unit Area. Such representative or alternate may be changed from time to time by written notice to Unit Operator.

11.2 Overall Supervision. The Operating Committee shall exercise overall supervision and control of all matters pertaining to the development and operation of the Unit Area pursuant to this Plan of Unitization.

11.3 Particular Powers and Duties. The matters to be passed upon and decided by the Operating Committee shall include, but not be limited to, the following:

11.3.1 Method of Operation. The kind, character and method of operation, including any type of pressure maintenance or secondary recovery program to be employed.

11.3.2 Drilling of Wells. The drilling of any well within the Unit Area either for production of Oil and Gas from the Unitized Interval, for use as an injection well, or for other purposes.

11.3.3 Well Recompletion and Change of Status. The recompletion, abandonment, or change of status of any well in the Unit Area or use of any such well for injection or other purposes.

11.3.4 Expenditures. Making of any single expenditure, other than expenditures for normal or recurring operating expenses, in excess of Twenty-Five Thousand Dollars (\$25,000.00), provided that approval by the Operating Committee of the drilling, recompletion, drilling deeper or plugging back of any well shall include approval of all necessary expenditures required therefor and for completing, testing and equipping the same, including necessary flow lines, separators and lease tankage.

11.3.5 Disposition of Surplus Facilities. Selling or otherwise disposing of any major item of surplus material or equipment, the current list price of new equipment similar thereto being Thirty-Five Hundred Dollars (\$3500.00) or more.

11.3.6 Appearance Before a Court or Regulatory Body. Authorization for a representative to appear before any court or regulatory body in matters pertaining to unit operations; provided, however, that the authorization by the Operating Committee for the designation of any such representative shall not prevent any Lessee from appearing in person or from designating another representative in its own behalf.

11.3.7 Audits. The making of proper audits of the accounts of Unit Operator pertaining to operations hereunder; provided that such audits shall:

- (a) be conducted not more than once each year or upon the resignation or removal of Unit Operator;
- (b) be made at the expense of all Lessees other than the Lessee designated as Unit Operator; and
- (c) be made upon not less than thirty (30) days' written notice to Unit Operator.

11.3.8 Inventories. The taking of periodic inventories under the terms of Exhibit C.

11.3.9 Technical Services. Any direct charges to the joint account for services by consultants or Unit Operator's technical personnel not covered by the overhead charges provided by Exhibit C.

11.3.10 Assignment to Committees. The appointment or designation of the purposes of committees or subcommittees necessary for the study of any problem in connection with unit operations.

11.4 Meeting of Operating Committee. All meetings of the Operating Committee for the purpose of considering and acting upon any matter pertaining to the development and operation of the Unit Area shall be called by Unit Operator upon its own motion or at the request of one or more Lessees having a total Unit Participation of not less than five per cent (5%). No meeting shall be called on less than fourteen (14) days' advance written notice, with agenda for meeting attached. The Operating Committee shall have the right to amend items included on the agenda, deciding on amended items and deciding other items presented at such meeting.

11.5 Voting Procedure. The Operating Committee shall act upon and determine all matters coming before it as follows:

11.5.1 Voting Interest. In voting on any matter each Lessee shall have a voting interest equal to its Unit Participation.

11.5.2 Vote Required. Except as may otherwise be provided herein, the Operating Committee shall act upon and determine all matters coming before it by the affirmative vote of sixty-five per cent (65%) or more voting interest, provided that should any one Lessee own more than sixty-five per cent (65%) voting interest, its vote must be supported by the vote of one or more Lessees having a combined voting interest of at least five per cent (5%).

11.5.3 Vote at Operating Committee Meeting by Non-Attending Lessees. Any Lessee not represented at an Operating Committee meeting may vote on any item included in the agenda of the meeting by letter or telegram addressed to the Chairman of the meeting, provided such vote is received prior to the submission of such item to vote. Such vote shall not be counted with respect to any item on the agenda which is amended at the meeting.

11.5.4 Poll Votes. Any matter requiring approval of the Operating Committee may be decided by a written or telegraphic poll of the Operating Committee conducted by the Chairman, provided the matter is first submitted by the Chairman to each member of the Committee and no meeting on the matter is called as provided in Section 11.4 within seven (7) days after such proposal is dispatched to the members. The Chairman will give prompt notice of the results of such voting to all members of the Operating Committee.

ARTICLE 12

UNIT OPERATOR

12.1 Initial Unit Operator. Skelly Oil Company, a Delaware corporation, is hereby designated as initial Unit Operator.

12.2 Resignation or Removal. Unit Operator may resign at any time. However, Unit Operator shall not be removed without the unanimous consent of Working Interest Owners. A Unit Operator who resigns or is removed shall not be released from its obligations hereunder for a period of three (3) months after its resignation or discharge unless a successor Unit Operator shall have taken over the operations hereunder prior to the expiration of said period.

12.3 Selection of Successor. In the event of the resignation or removal of a Unit Operator, a successor Unit Operator shall be selected by the Operating Committee, provided no Unit Operator who is so removed may vote to succeed itself.

ARTICLE 13

POWERS AND DUTIES OF UNIT OPERATOR

13.1 Exclusive Right to Operate Unit. Subject to the provisions of this Plan of Unitization and to the orders, directions and limitations rightfully given or imposed by the Operating Committee, Unit Operator shall have the exclusive right and be obligated to develop and operate the Unit Area for the production of Oil and Gas from the Unitized Interval.

13.2 Workmanlike Conduct. Unit Operator shall conduct all operations hereunder in a good and workmanlike manner and, in the absence of specific instructions from the Operating Committee, shall have the right and duty to conduct such operations in the same manner as would a prudent operator under the same or similar circumstances. Unit Operator shall freely consult with the Operating Committee and keep it advised of all matters arising in connection with such operations which Unit Operator, in the

exercise of its best judgment, considers important. Unit Operator shall not be liable for damages unless such damages result from the gross negligence or willful misconduct of Unit Operator.

13.3 Liens and Encumbrances. Unit Operator shall endeavor to keep the lands and leases in the Unit Area free from all liens and encumbrances occasioned by operations hereunder, except the lien granted the Unit and the Unit Operator under this Plan of Unitization.

13.4 Employees. The number of employees used by Unit Operator in conducting operations hereunder, the selection of such employees, the hours of labor, and the compensation for services to be paid any and all such employees shall be determined by Unit Operator. Such employees shall be the employees of Unit Operator.

13.5 Records. Unit Operator shall keep true and correct books, accounts and records of its operations hereunder.

13.6 Reports to Lessees. Unit Operator shall furnish to each Lessee periodic reports of the development and operation of the Unit Area.

13.7 Reports to Governmental Authorities. Unit Operator shall make all reports to governmental authorities that it has the duty to make as Unit Operator.

13.8 Engineering and Geological Information. Unit Operator shall furnish to each Lessee, upon written request, a copy of the log of, and copies of engineering and geological data pertaining to, wells drilled by Unit Operator.

13.9 Expenditures. Unit Operator is authorized without prior approval of the Operating Committee to (1) make all expenditures for normal or recurring operating expenses, (2) make single expenditures not in excess of Twenty-Five Thousand Dollars (\$25,000.00) and (3) perform well workovers, repairs and stimulations, provided each such operation does not exceed the Twenty-Five Thousand Dollars (\$25,000.00) limit, except in case of blowout, explosion, fire, flood or other sudden emergency, Unit Operator may take such steps and incur such expense as in its opinion are required to safeguard life and property; provided that Unit Operator shall as promptly as possible report the emergency and the action taken to the Operating Committee.

ARTICLE 14

TAXES

14.1 Ad Valorem Taxes. Unit Operator, after consulting with the Operating Committee, shall make and file for ad valorem tax.

purposes all necessary renditions and returns with the proper taxing authorities or governmental subdivisions covering all real and personal property of each Lessee within the Unit Area and used in connection with the development and operation of the Unit Area. Any Lessee dissatisfied with any proposed rendition or assessment of its interest in real or personal property shall have the right, at its own expense, to protest and resist the same. All such ad valorem taxes due and payable on account of real and personal property of each Lessee located within the Unit Area and used in connection with unit operations shall be paid by Unit Operator for the joint account in the same manner as other costs and expenses of unit operations.

14.2 Direct Taxes and Assessments. Each Lessee shall pay or cause to be paid all production, severance, gathering and other direct taxes and assessments imposed upon or on account of the production or handling of its share of Unit Production.

ARTICLE 15

INSURANCE

15.1 Insurance. Unit Operator with respect to unit operations subject to this Plan of Unitization, shall do the following:

15.1.1 Comply with the Workmen's Compensation law of the State of Oklahoma.

15.1.2 Carry or provide such insurance as is set forth in Exhibit D.

ARTICLE 16

ADJUSTMENT OF INVESTMENTS

16.1 Personal Property Taken Over. Upon the Effective Date hereof, the Lessees shall deliver to Unit Operator, the possession of:

16.1.1 Wells. There are two (2) wells, the Sid Spears Well No. 8 located in the NW/4 SE/4 SW/4, Section 11, Township 1 South, Range 5 West, which is owned 100% by Skelly, and the Humphreys "A" Well No. 16 located in the NE/4 SW/4 SW/4, Section 13, Township 1 South, Range 5 West, which is owned 75% by Skelly and 25% by Gulf, in the Unit Area that were heretofore drilled to and completed in the Unitized Interval. Unit Operator shall, by paying in cash the sum of \$46,000 per well to the present owners thereof, acquire the wells and the casing therein, said sum to be borne and paid by the Lessees as any other item of Unit Expense; it being further understood and agreed that the intangible costs attributed to such wells

are \$35,000 per well and the tangible costs so attributed are \$11,000 per well.

16.1.2 Well and Lease Equipment. All wellhead connections and lease and operating equipment used in the operation of such wells in the Unitized Interval which the Operating Committee determines is necessary or desirable for conducting unit operations; and

16.1.3 Records. A copy of all production and well records pertaining to such wells.

16.2 Inventory and Evaluation of Personal Property. The Operating Committee shall, as an item of Unit Expense, inventory and evaluate in accordance with the provisions of Exhibit C the personal property taken over; provided, that items of property or equipment considered obsolete by the Operating Committee shall only be taken over on specific authority of the Operating Committee and at a price mutually agreeable to the owners thereof and the Operating Committee. The inventory shall include all tangible property classified as "controllable" material and such "non-controllable" material as hereinafter listed. The distinction between "controllable" and "non-controllable" material shall be based on the Material Classification Manual prepared in 1960 by the Petroleum Accountants Society of Oklahoma. Items classified as "non-controllable" shall be included in the inventory as follows: sucker rods, valves two inches and over, all wellhead fittings and Kobe tubing (including surface lines). Other "non-controllable" items omitted from the inventory shall nevertheless be taken over by the Unit if in use on the Unit Area.

16.3 Investment Adjustment. Upon approval by the Operating Committee of such inventory and evaluation, each Lessee shall be credited with the value of its interest in all personal property so taken over by Unit Operator under Section 16.1.2 and charged with an amount equal to that obtained by multiplying the total value of all personal property taken over by Unit Operator under Section 16.1.2 by such Lessee's Unit Participation. If the charge against any Lessee is greater than the amount credited to such Lessee, the resulting net charge shall be paid and in all respects be treated as any other item of Unit Expense chargeable against such Lessee. If the credit to any Lessee is greater than the amount charged against such Lessee, the resulting net credit shall be paid to such Lessee by Unit Operator out of funds received by it in settlement of the net charges described above.

16.4 General Facilities. The acquisition of warehouses, warehouse stocks, lease houses, camps, facility systems and office buildings necessary for operations hereunder shall be by negotiation by and between the owners thereof and Unit Operator, subject to the approval of the Operating Committee.

16.5 Ownership of Personal Property and Facilities. Each Lessee, individually, shall by virtue hereof own an undivided interest in all personal property and facilities taken over or otherwise acquired by Unit Operator pursuant to this Plan of Unitization equal to its Unit Participation.

ARTICLE 17

DEVELOPMENT AND OPERATING COSTS

17.1 Basis of Charge to Lessees. Unit Operator initially shall pay and discharge all costs and expenses incurred in the development and operation of the Unit Area. All charges, credits and accounting for such costs and expenses shall be in accordance with Exhibit C. Such costs and expenses shall be apportioned among and assessed against the Separately Owned Tracts in proportion to their respective percentages of Tract Participation as set forth in Exhibit A. Except as may be otherwise hereinafter provided, the Lessee or Lessees obligated or responsible for the costs and expenses of operating a Separately Owned Tract for Oil and Gas in the absence of unitization shall, in the same proportion and to the same extent, be chargeable with and responsible for the payment of such costs and expenses charged against such Separately Owned Tract.

17.2 Budgets. Before or as soon as practical after the Effective Date hereof, Unit Operator shall prepare a budget of estimated costs and expenses for the remainder of the calendar year and on or before the first day of each October thereafter shall prepare a budget of estimated costs and expenses for the ensuing calendar year. Such budgets shall set forth the estimated costs and expenses by quarterly periods. Unless otherwise specified in the budget, it shall be presumed for the purpose of advance billings that the estimated costs and expenses for each month of a quarterly period shall be one-third (1/3) of the estimate for the quarterly period. Budgets so prepared shall be estimates only and shall be subject to adjustment and correction by the Operating Committee and Unit Operator from time to time whenever it shall appear that an adjustment or correction is proper. A copy of each such budget and adjusted budget shall be promptly furnished each Lessee.

17.3 Advance Billings. Unit Operator shall have the right at its option to require Lessees to advance their respective proportions of such costs and expenses by submitting to Lessees, on or before the 15th day of any month, an itemized estimate of such costs and expenses for the succeeding month with a request for payment in advance. Within fifteen (15) days thereafter, each Lessee shall pay to Unit Operator its proportionate part of such estimate. Adjustment between estimates and the actual costs shall be made by Unit Operator at the close of each calendar month, and the accounts of the Lessees shall be adjusted accordingly.

17.4 Commingling of Funds. No funds received by Unit Operator under this Plan of Unitization need be segregated by Unit Operator or maintained by it as a joint fund, but may be commingled with its own funds.

17.5 Nonpayment by Individual Lessee. In the event a Lessee is unable to meet promptly its financial obligations in connection with the Unit, the unpaid balance of its portion of Unit Expense shall be carried by the other Lessees signatory to this Plan of Unitization, and such amount shall bear interest at the rate of six per cent (6%) per annum, compounded annually, and shall be due and payable out of the total proceeds from such defaulting Lessee's allocated share of Unit Production. All credits to any such Lessee on account of the sale or other disposal of surplus material or equipment, or otherwise, shall be applied against any such unpaid Unit Expense charged against such Lessee.

17.6 Billing of Defaulted Payments. Amounts so carried as aforesaid in Section 17.5 shall be billed to and paid by all non-defaulting Lessees signatory to this Plan of Unitization in the proportion that the Unit Participation of each bears to the total Unit Participation of all such Lessees. Lessees so paying the same shall be reimbursed therefor, together with interest thereon, as and when the amounts so carried and the interest thereon are collected from the Lessees primarily chargeable therewith.

17.7 Liens and Foreclosures. The Unit shall have a first and prior lien upon the leasehold interest (exclusive of a 1/8 royalty interest) in and to each Separately Owned Tract, the interest of the owners thereof in and to the Unit Production and all equipment in possession of the Unit, to secure payment of all costs and expenses incurred in the development and operation of the Unit Area and properly charged to and against such Separately Owned Tract, provided that such lien may be enforced against overriding royalty interests, or other interests which are otherwise not chargeable with such costs and expenses, only in the event the owner of the interest or interests primarily responsible fails to pay such costs and expenses when due, and the Unit Production to the credit thereof is insufficient for that purpose. In the event the owner of any royalty interest, overriding royalty, oil and gas payment or other interest which under this Plan of Unitization is not primarily responsible therefor pays any part of such unit costs and expenses for the purpose of protecting such interest, or the amount of such unit costs and expenses in whole or in part is deducted from the Unit Production credited to such interest, the owner shall, to the extent of such payment or deduction, be subrogated to all of the rights of the Unit and of the Unit Operator with respect to the interest or interests primarily chargeable with such unit costs and expenses. A one-eighth (1/8) part of the Unit Production

allocated to each Separately Owned Tract shall in all events be regarded as royalty to be distributed to and among and the proceeds thereof paid to the Royalty Owners free and clear of all unit costs and expenses and free of any lien therefor. The lien hereinabove provided for shall be for the use, benefit and protection of the Unit Operator or other Lessees or persons entitled to receive or share in the monies, the payment which is secured thereby, and in the event of failure of the Unit to enforce such lien, the Unit Operator or other person entitled to the benefit thereof, shall be subrogated to the lien rights of the Unit, including the right of foreclosure. The lien may be foreclosed at any time after a person has been in default for a period of six (6) months. Foreclosure shall be made by a proceeding in equity in the District Court of Stephens County, Oklahoma.

17.8 Wells Drilled by Unit Operator. All wells drilled by Unit Operator shall be drilled on a competitive contract basis at the usual rates prevailing in the area of the Velma Field. Unit Operator may employ its own tools and equipment in the drilling of wells, but in such event the charge therefor shall not exceed the prevailing rate in such area, and such work shall be performed by Unit Operator under the same terms and conditions as are customary and usual in such area in contracts of independent contractors doing work of a similar nature.

ARTICLE 18

OIL IN LEASE TANKAGE ON EFFECTIVE DATE

18.1 Gauge of Merchantable Oil. Unit Operator shall make a proper and timely gauge of all lease and other tanks within the Unit Area in order to ascertain the amount of merchantable oil in such tanks as of 7:00 A.M. on the effective date hereof. All such oil which has been produced legally shall be and remain the property of the Lessees entitled thereto the same as if the Unit had not been formed; and such Lessees shall promptly remove said oil from the Unit Area. Any such oil not so removed shall be sold by Unit Operator for the account of such Lessees, subject to the payment of all royalty to Royalty Owners under the terms and provisions of the applicable lease or leases or other contracts.

ARTICLE 19

OPERATION OF NONUNITIZED FORMATIONS

19.1 Right to Operate in Nonunitized Formations. Any Lessee now having, or hereafter acquiring, the right to drill for and produce oil, gas or other minerals within the Unit Area other than from the Unitized Interval, shall have the full right to do so notwithstanding this Plan of Unitization. In exercising said right, however, such Lessee shall exercise every reasonable precaution to

prevent unreasonable interference with operations hereunder. No Lessee shall produce Oil and Gas from the Unitized Interval in any well drilled or operated by it. If a Lessee drills any well into or through the Unitized Interval, the Unitized Interval shall be cased or otherwise protected in such a manner that operations hereunder in the Unitized Interval will not be adversely affected.

ARTICLE 20

CLAIMS AND SUITS

20.1 Settlements. In the event claim is made against any Lessee or any Lessee is sued on account of any matter or thing arising from the development and operation of the Unit Area and over which such Lessee individually has no control because of the rights, powers and duties herein granted the Unit, said Lessee shall immediately notify the Unit Operator in writing of such claim or suit. The Operating Committee shall assume and take over the further handling of such claim or suit and all costs and expenses of handling, settling or otherwise discharging such claim or suit, shall be treated, regarded and paid as any other item of Unit Expense; provided that, Unit Operator shall have the authority to settle any single suit or claim not involving a payment in excess of Two Thousand Five Hundred Dollars (\$2,500.00) provided such payment is a complete settlement of the claim or suit.

ARTICLE 21

TRANSFER OF INTEREST

21.1 Plan of Unitization is a Covenant. All of the terms and provisions of this Plan of Unitization shall extend to, be binding upon and inure to the benefit of the respective heirs, devisees, legal representatives, successors and assigns of the parties hereto, and shall constitute a covenant running with the lands, leases and interests covered hereby.

21.2 Effect of Transfers. Any transfer, assignment or conveyance of all or any part of any interest owned by any party hereto with respect to any Separately Owned Tract shall be subject to this Plan of Unitization. No such transfer, assignment or conveyance shall be binding for any purpose upon any party hereto other than the party so conveying the same, until the first day of the calendar month next succeeding the date of receipt by Unit Operator of a certified copy of the recorded instrument evidencing such change in ownership.

ARTICLE 22

FORCE MAJEURE

22.1 Force Majeure. All obligations of each party hereto, except for the payment of money, shall be suspended while said party is prevented from complying therewith, in whole or in part, by strikes, fire, war, civil disturbances, acts of God, federal, state or municipal laws, orders or regulations, inability to secure materials or other causes beyond the reasonable control of said party; provided, however, that performance shall be resumed within a reasonable time after such cause has been removed; and provided further that no party shall be required against its will to adjust or settle any labor dispute. This Plan of Unitization or the leases or other interests subject hereto shall not be terminated by reason of suspension of unit operations due to the aforesaid causes.

ARTICLE 23

INTERNAL REVENUE PROVISION

23.1 Internal Revenue Provision. Each Lessee hereby elects that it and the operations covered by this Plan of Unitization be excluded from the application of Subchapter K of Chapter I of Subtitle A of the Internal Revenue Code of 1954, or such portion or portions thereof as the Secretary of the Treasury of the United States or his delegate shall permit by election to be excluded therefrom. Unit Operator is hereby authorized and directed to execute on behalf of each Lessee such additional or further evidence of said election as may be required by regulations issued under said Subchapter K, or should said regulations require each party to execute such further evidence, each Lessee agrees to execute or join in the execution thereof. The election hereby made and the other provisions of this paragraph shall apply in like manner to applicable state laws, regulations, and rulings now in effect or hereafter enacted that have an effect similar to the federal provisions referred to herein.

ARTICLE 24

NOTICES

24.1 Notices. All notices required hereunder shall be in writing and shall be deemed to have been properly served when sent by mail or telegram to the address of the representative of each Lessee on the Operating Committee in accordance with Article 11 hereof.

ARTICLE 25

ORGANIZATION OF UNIT AND EFFECTIVE DATE OF PLAN

25.1 Call of Organizational Meeting. Subject to call by the Lessee of record designated herein as the Unit Operator, the representatives designated by the several Lessees on the Operating Committee shall meet to perfect the organization of the Operating Committee. Such meeting may be held at any time after twenty (20) days from the entry of the order of the Commission approving this Plan of Unitization. Notice of time and place of said meeting shall be mailed at least ten (10) days prior thereto to all Lessees within the Unit Area whose names and addresses are known to the Lessee calling said meeting, as well as those Lessees who shall have, within ten (10) days from the date of said order, notified the Secretary of the Commission in writing of their desire to be so notified of the meeting. Any Lessee within the Unit Area desiring notice of such meeting may file a statement of such desire with the Secretary of the Commission, giving its name and the address to which the notice is to be sent.

25.2 Officers. The representative of the Unit Operator shall be Chairman of the Operating Committee. The Committee shall select a Secretary and such other officers as the Committee deems proper. The Secretary and other officers may or may not be members of the Committee. The Secretary shall keep and maintain all the records of the Committee. Such officers shall serve at the will of the Operating Committee and perform such other duties as are delegated to them by the Operating Committee.

25.3 Effective Date. Upon completion of its organization, the Operating Committee shall proceed to make plans and preparations and take such steps as are necessary for the taking over of the unitized operation and further development of the Unit Area by the Unit, shall in advance thereof fix the time when the Unit will take over such operation and development, and give the Lessees within the Unit Area reasonable notice thereof. The time so fixed shall not be less than thirty-one (31) days after the entry of the order of the Commission approving this Plan of Unitization and finding that it has been signed, ratified or approved by Lessees and Royalty Owners owning the required percentage interest in and to the Unit Area to make the same effective, and not more than six (6) months after the time when said order shall become final. The time when the Unit takes over the operation and further development of the Unit Area shall be the Effective Date of this Plan of Unitization.

25.4 Failure to Take Over Operations. In the event the Unit shall fail to assume and take over the operations of the Unit Area on or before six (6) months after the time when the order of the

Commission approving this Plan of Unitization shall have become final, then and in that event the Unit shall, without further action on the part of the Operating Committee, or the Commission, be dissolved and all rights and obligations under this Plan of Unitization shall be at an end, except that any and all cost and expense incurred by the Unit incident to its organization or preparatory to the taking over of the operation of the Unit shall be borne and paid for by the Lessees whose representatives on the Operating Committee by their vote authorized the incurring of such expenses, in proportion as the Unit Participation of each such Lessee bears to the total Unit Participation of all such Lessees. In the event the Unit assumes and takes over the operation of the Unit Area within the time so named, this Plan of Unitization shall thereafter remain in force and effect until such time as the Unit is dissolved and abandoned as hereinafter provided.

25.5 When Commission Order Becomes Final. The order of the Commission approving this Plan of Unitization shall be regarded as having become final at the end of the time allowed by law for any appeal therefrom, if no appeal is taken, or, if an appeal is taken, then upon the final determination of any such appeal.

25.6 Certificate of Effectiveness. The Unit Operator shall within ten (10) days after the Effective Date hereof submit to the County Clerk of Stephens County, Oklahoma, and to the Secretary of the Corporation Commission of Oklahoma, for filing, a written declaration signed by the Unit Operator and Secretary of the Operating Committee, setting forth:

- (a) the hour, day and year on which the Unit took over the operation of the Unit Area;
- (b) a description or plat of the lands included within the Unit Area; and
- (c) the cause, number and date of the Commission order approving this Plan of Unitization.

ARTICLE 26

ABANDONMENT OF WELLS

26.1 Right to Take Over Abandoned Wells. If the Operating Committee decides to permanently abandon any well prior to termination of this Plan of Unitization, Unit Operator shall give notice of such fact to the Lessees of the Separately Owned Tract on which such well is located and said Lessees shall have the right and option for a period of forty-five (45) days after receipt of such notice to notify Unit Operator of their election to take over and

own said well and to deepen or plug back said well to an interval other than the Unitized Interval. Within ten (10) days after said Lessees have so notified Unit Operator of their desire to take over such well, they shall pay to Unit Operator for credit to the joint account of the Unit, the amount as estimated and fixed by the Operating Committee to be the net salvage value of the casing and equipment in and on said well. At the same time, the Lessees electing to take over said well shall agree by letter addressed to Unit Operator to effectively seal off and protect the Unitized Interval, and at such time as the well is ready for abandonment to plug and abandon the well in a workmanlike manner in accordance with applicable laws.

26.2 Plugging. In the event the Lessees of a Separately Owned Tract do not elect to take over a well located thereon which is proposed for abandonment, Unit Operator shall plug and abandon the well in accordance with applicable laws.

ARTICLE 27

TERM

27.1 Term. The term of this Plan of Unitization shall be for and during the time that Unit Production is produced in paying quantities and as long thereafter as drilling, reworking or other operations are prosecuted without cessation of more than ninety (90) consecutive days, unless sooner terminated by the Operating Committee in the manner hereinafter provided.

27.2 Termination by Operating Committee. This Plan of Unitization may be terminated by the Operating Committee whenever such Committee determines that unit operations are no longer profitable, feasible or in the interest of conservation.

27.3 Effect of Termination. Upon termination of this Plan of Unitization, the further development and operation of the Unit Area as a Unit shall be abandoned, unit operations shall cease, and all Oil and Gas Rights in and to the several Separately Owned Tracts shall revert to the separate owners and Lessees thereof.

27.4 Filing of Notice of Abandonment. At such time as the Plan of Unitization is terminated, further development and operation of the Unit Area as a Unit is abandoned and unit operations cease, the Unit Operator shall submit for filing a declaration to that effect with the Secretary of the Commission and with the County Clerk of Stephens County, Oklahoma, whereupon the rights, powers and duties of the Unit shall be at an end; provided, however, that if any liability or obligation incurred prior thereto shall accrue and become payable thereafter, the amount thereof shall be borne and paid as a Unit Expense in the same manner as if it had accrued prior to abandonment of the Unit.

27.5 Salvaging Equipment Upon Termination. If not otherwise covered by the leases unitized under this Plan of Unitization, Royalty Owners hereby grant Lessees a period of six (6) months after termination of this Plan of Unitization and abandonment of unit operations, in which to salvage, sell, distribute or otherwise dispose of the personal property and facilities used in connection with unit operations.

ARTICLE 28

ABANDONMENT OF OPERATIONS

28.1 Termination. Upon termination of this Plan of Unitization and abandonment of unit operations, the following will occur:

28.1.1 Right to Operate. With respect to any well operated by the Unit, the Lessees of the Separately Owned Tract on which such well is located may take over and continue to operate said well by paying to Unit Operator, for credit of the joint account, the amount as estimated and fixed by the Operating Committee to be the net salvage value of the casing and equipment in and on the well. Any Lessee electing to take over a well shall agree by letter addressed to Unit Operator to properly plug the well at such time as it is abandoned.

28.1.2 Salvaging Wells. With respect to all wells not taken over by the Lessees as provided in Section 28.1.1, Unit Operator shall salvage as much of the casing and equipment in or on such wells as can economically and reasonably be salvaged and shall cause the same to be properly plugged and abandoned.

28.1.3 Salvaging and Distribution of Assets. The salvaging, liquidation or other distribution of assets and properties held by the Unit shall be in a manner determined by the Operating Committee; provided, any Lessee desiring to take its share of the physical assets or any portion thereof in kind shall have the right to do so.

28.1.4 Cost of Salvaging. Lessees shall share the cost of salvaging, liquidation or other distribution of assets and properties used in the development and operation of the Unit Area in proportion to their respective Unit Participations.

ARTICLE 29

AMENDMENT TO PLAN OF UNITIZATION
AND ENLARGEMENT OF UNIT

29.1 Amendment and Enlargement. Any amendment of this Plan of Unitization or any enlargement of the Unit Area shall be in accordance with the provisions of Section 287.10, Title 52, O.S. 1951, or any amendment thereto.

ARTICLE 30

COUNTERPART

30.1 Separate Counterparts or Ratifications. This Plan of Unitization may be executed in any number of counterparts and each counterpart so executed shall have the same force and effect as an original instrument and as if all of the parties to the aggregate counterparts had signed the same instrument; or may be ratified by a separate instrument in writing referring to this Plan of Unitization. Each such ratification shall have the force and effect of an executed counterpart and of adopting by reference all of the provisions thereof.

30.2 Joinder in Dual Capacity. It shall not be necessary for parties owning both working interests and royalty interests to execute this Plan of Unitization in both capacities in order to commit both classes of interests. Execution hereof by any such party in one capacity shall also constitute execution in the other capacity.

IN WITNESS WHEREOF, the parties hereto have executed this Plan of Unitization upon the respective dates indicated opposite their respective signatures.

ATTEST:

Assistant Secretary

Date: _____

SKELLY OIL COMPANY Appvd. ^{as} to
form: [Signature]

By _____
Vice President

GULF OIL CORPORATION

By _____

Date: _____

Its _____

ARTICLE 29

AMENDMENT TO PLAN OF UNITIZATION
AND ENLARGEMENT OF UNIT

29.1 Amendment and Enlargement. Any amendment of this Plan of Unitization or any enlargement of the Unit Area shall be in accordance with the provisions of Section 287.10, Title 52, O.S. 1951, or any amendment thereto.

ARTICLE 30

COUNTERPART

30.1 Separate Counterparts or Ratifications. This Plan of Unitization may be executed in any number of counterparts and each counterpart so executed shall have the same force and effect as an original instrument and as if all of the parties to the aggregate counterparts had signed the same instrument; or may be ratified by a separate instrument in writing referring to this Plan of Unitization. Each such ratification shall have the force and effect of an executed counterpart and of adopting by reference all of the provisions thereof.

30.2 Joinder in Dual Capacity. It shall not be necessary for parties owning both working interests and royalty interests to execute this Plan of Unitization in both capacities in order to commit both classes of interests. Execution hereof by any such party in one capacity shall also constitute execution in the other capacity.

IN WITNESS WHEREOF, the parties hereto have executed this Plan of Unitization upon the respective dates indicated opposite their respective signatures.

ATTEST:

R. Kendall Merrill
Assistant Secretary

Date: MAY 6 1965

SKELLY OIL COMPANY

Appvd. as to form: Godbold

By L. L. Blackshear
Vice President

GULF OIL CORPORATION

Date: _____

By A. C. Godbold
Its A. C. Godbold, Attorney-in-Fact

STATE OF OKLAHOMA }
COUNTY OF TULSA } SS.

Before me, a Notary Public in and for said County and State, on this 6th day of May, 1965, personally appeared O. J. Blackaker, to me known to be the identical person who subscribed the name of SKELLY OIL COMPANY, a corporation, to the foregoing instrument as its Vice President, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Witness my hand and seal the day and year last above written.

My commission expires:

My Commission Expires May 31, 1967

Donna L. Allen
Notary Public



STATE OF Oklahoma }
COUNTY OF Oklahoma } SS.

Before me, a Notary Public in and for said County and State, on this _____ day of May, 1965, personally appeared A. C. Goodbold, to me known to be the identical person who subscribed the name of GULF OIL CORPORATION, a corporation, to the foregoing instrument as its Attorney in Fact, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Witness my hand and seal the day and year last above written.

My commission expires:

6-7-66

C. W. Langley
Notary Public



STATE OF OKLAHOMA)
COUNTY OF TULSA) SS.

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 1965, personally appeared _____, to me known to be the identical person who subscribed the name of SKELLY OIL COMPANY, a corporation, to the foregoing instrument as its Vice President, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Witness my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
COUNTY OF _____) SS.

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 1965, personally appeared _____, to me known to be the identical person who subscribed the name of GULF OIL CORPORATION, a corporation, to the foregoing instrument as its Attorney in Fact, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Witness my hand and seal the day and year last above written.

My commission expires:

Notary Public

EXHIBIT "A"

Attached to
 PLAN OF UNITIZATION FOR
 UNCONFORMITY-HUMPHREYS SAND UNIT
 STEPHENS COUNTY, OKLAHOMA

Tract No.	Tract Name	Legal Description	Tract Participation %
1	Doma	NW/4 SW/4 and NE/4 SW/4 SW/4 Sec. 11-T1S-R5W	.659
2	Sid Spears	SE/4 SW/4 and SW/4 NE/4 SW/4 Sec. 11-T1S-R5W	3.967
3	Houston "A"	SW/4 SW/4 SE/4 Sec. 11- T1S-R5W	.122
4	V. N. Houston	N/2 NE/4 NW/4 and SE/4 NE/4 NW/4 Sec. 14-T1S-R5W	1.365
5	H. M. Sledge	NW/4 NE/4 Sec. 14-T1S-R5W	9.773
6	Humphreys "B"	SE/4 NE/4 and SW/4 NE/4 NE/4 Sec. 14-T1S-R5W	18.335
7	Humphreys "B"	N/2 SW/4 NE/4 and SE/4 SW/4 NE/4 Sec. 14-T1S-R5W	5.289
8	R. L. March	NE/4 NW/4 SE/4 Sec. 14- T1S-R5W	.298
9	Romine "A"	E/2 E/2 SE/4 and NW/4 NE/4 SE/4 Sec. 14-T1S-R5W	17.031
10	Romine "B"	SE/4 NW/4 SE/4 and SW/4 NE/4 SE/4 and NW/4 SE/4 SE/4 Sec. 14-T1S-R5W	.943
11	Humphreys "A"	SW/4 SW/4 NW/4 and NW/4 SW/4 and SW/4 SW/4 and W/2 SE/4 SW/4 and SE/4 SE/4 SW/4 Sec. 13-T1S-R5W	31.899
12	Frensley "J"	NW/4 NW/4 NW/4 and E/2 NW/4 NW/4 and NE/4 NW/4 and N/2 SE/4 NW/4 Sec. 24-T1S-R5W	10.319
TOTAL			100.000

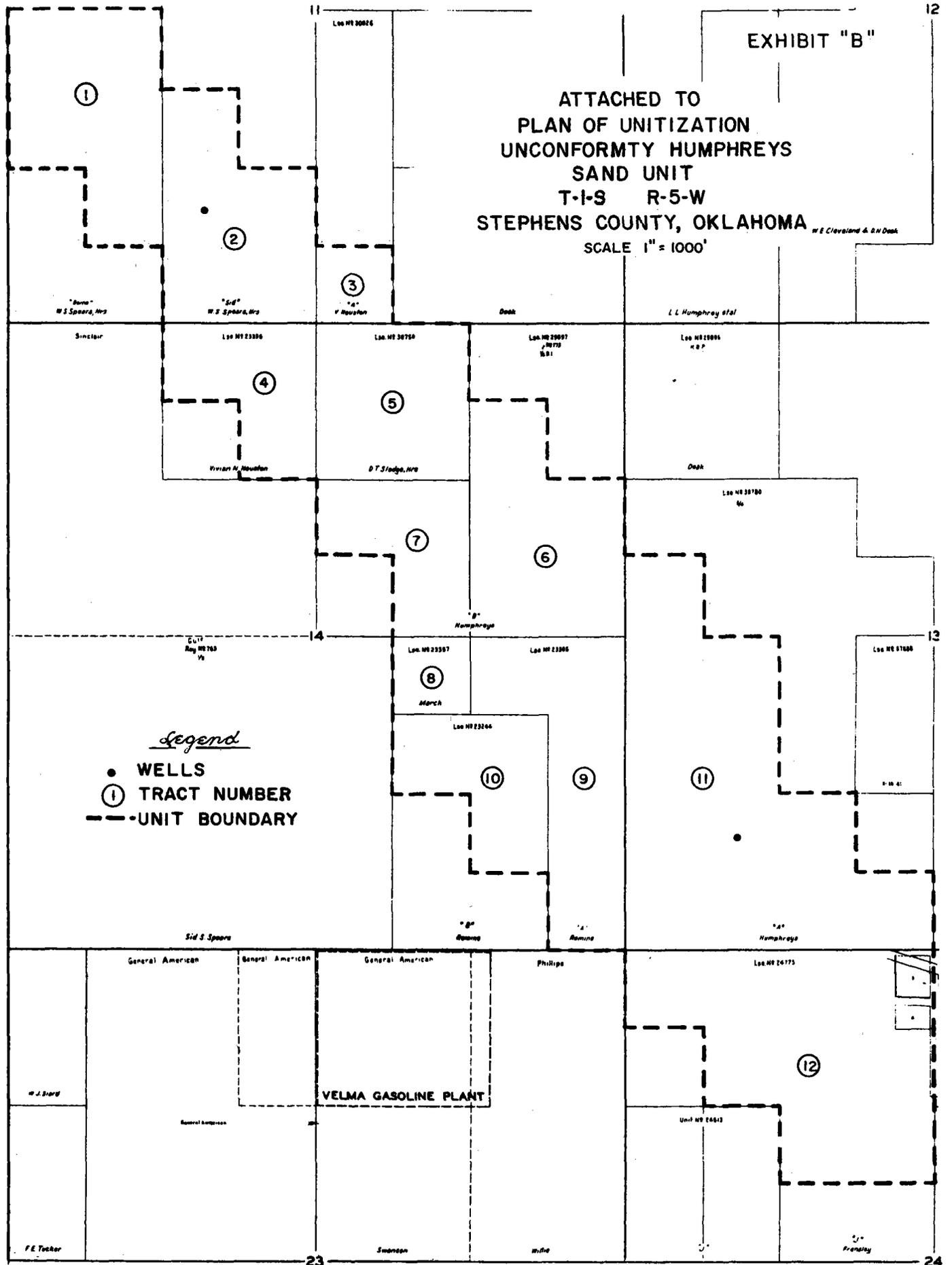


EXHIBIT "B"

ATTACHED TO
 PLAN OF UNITIZATION
 UNCONFORMITY HUMPHREYS
 SAND UNIT
 T-1-S R-5-W
 STEPHENS COUNTY, OKLAHOMA
 SCALE 1" = 1000'

Legend
 ● WELLS
 ① TRACT NUMBER
 --- UNIT BOUNDARY

VELMA GASOLINE PLANT

EXHIBIT " C "

Attached to and made a part of PLAN OF UNITIZATION
FOR
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

ACCOUNTING PROCEDURE (JOINT OPERATIONS)

I. GENERAL PROVISIONS

1. Definitions

"Joint Property" shall mean the real and personal property subject to the agreement to which this "Accounting Procedure" is attached.

"Joint Operations" shall mean all operations necessary or proper for the development, operation, protection and maintenance of the Joint Property.

"Operator" shall mean the party designated to conduct the Joint Operations.

"Non-Operators" shall mean the nonoperating parties, whether one or more.

"Joint Account" shall mean the account showing the charges and credits accruing because of the Joint Operations and which are to be shared by the Parties.

"Parties" shall mean Operator and Non-Operators.

"Material" shall mean personal property, equipment or supplies acquired or held for use on the Joint Property.

"Controllable Material" shall mean material which at the time is so classified in the Material Classification Manual as most recently recommended by the Council of Petroleum Accountants Societies of North America.

2. Conflict with Agreement

In the event of a conflict between the provisions of this Accounting Procedure and the provisions of the agreement to which this Accounting Procedure is attached, the provisions of the agreement shall control.

3. Collective Action by Non-Operators

Where an agreement or other action of Non-Operators is expressly required under this Accounting Procedure and if the agreement to which this Accounting Procedure is attached contains no contrary provisions in regard thereto, the agreement or action of a majority in interest of the Non-Operators shall be controlling on all Non-Operators.

4. Statements and Billings

Operator shall bill Non-Operators on or before the last day of each month for their proportionate share of costs and expenses, for the preceding month. Such bills will be accompanied by statements reflecting the total charges and credits as set forth under Subparagraph C below:

A. Statement in detail of all charges and credits to the Joint Account.

B. Statement of all charges and credits to the Joint Account, summarized by appropriate classifications indicative of the nature thereof.

C. Statement of all charges and credits to the Joint Account summarized by appropriate classifications indicative of the nature thereof, except that items of Controllable Material and unusual charges and credits shall be detailed.

5. Payment and Advances by Non-Operators

Each Non-Operator shall pay its proportion of all such bills within fifteen (15) days after receipt thereof. If payment is not made within such time, the unpaid balance shall bear interest at the rate of six per cent (6%) per annum until paid.

6. Adjustments

Payment of any such bills shall not prejudice the right of any Non-Operators to protest or question the correctness thereof; provided however, all bills and statements rendered to Non-Operators by Operator during any calendar year shall conclusively be presumed to be true and correct after twenty-four (24) months following the end of any such calendar year, unless within the said twenty-four (24) month period a Non-Operator takes written exception thereto and makes claim on Operator for adjustment. No adjustment favorable to Operator shall be made unless it is made within the same prescribed period. The provisions of this paragraph shall not prevent adjustments resulting from a physical inventory of the Joint Property as provided for in Section VII.

7. Audits

A Non-Operator, upon notice in writing to Operator and all other Non-Operators, shall have the right to audit Operator's accounts and records relating to the accounting hereunder for any calendar year within the twenty-four (24) month period following the end of such calendar year; provided however, the making of an audit shall not extend the time for the taking of written exception to and the adjustment of accounts as provided for in Paragraph 6 of this Section I. Where there are two or more Non-Operators, the Non-Operators shall make every reasonable effort to conduct joint or simultaneous audits in a manner which will result in a minimum of inconvenience to the Operator.

II. DIRECT CHARGES

Subject to limitations hereinafter prescribed, Operator shall charge the Joint Account with the following items:

1. Rentals and Royalties

Delay or other rentals and royalties when such rentals and royalties are paid by Operator for the Joint Account of the Parties.

2. Labor

A. Salaries and wages of Operator's employees directly engaged on the Joint Property in the conduct of the Joint Operations, and salaries or wages of technical employees who are temporarily assigned to and directly employed on the Joint Property.

B. Operator's cost of holiday, vacation, sickness and disability benefits and other customary allowances paid to the employees whose salaries and wages are chargeable to the Joint Account under Paragraph 2A of this Section II and Paragraph 1 of Section III; except that in the case of those employees only a pro rata portion of whose salaries and wages are chargeable to the Joint Account under Paragraph 1 of Section III, not more than the same pro rata portion of the benefits and allowances herein provided for shall be charged to the Joint Account. Cost under this Paragraph 2B may be charged on a "when and as paid basis" or by "percentage assessment" on the amount of salaries and wages chargeable to the Joint Account under Paragraph 2A of this Section II and Paragraph 1 of Section III. If percentage assessment is used, the rate shall be based on the Operator's cost experience.

C. Expenditures or contributions made pursuant to assessments imposed by governmental authority which are applicable to Operator's labor cost of salaries and wages chargeable to the Joint Account under Paragraphs 2A and 2B of this Section II and Paragraph 1 of Section III.

D. Reasonable personal expenses of those employees whose salaries and wages are chargeable to the Joint Account under Paragraph 2A of this Section II and for which expenses the employees are reimbursed under Operator's usual practice.

3. Employee Benefits

Operator's current cost of established plans for employees' group life insurance, hospitalization, pension, retirement, stock purchase, thrift, bonus, and other benefit plans of a like nature, applicable to Operator's labor cost; provided however, the total of such charges shall not exceed ten percent (10%) of Operator's labor costs chargeable to the Joint Account under Paragraphs 2A and 2B of this Section II and Paragraph 1 of Section III.

4. Material

Material purchased or furnished by Operator for use on the Joint Property. So far as it is reasonably practical and consistent with efficient and economical operation, only such Material shall be purchased for or transferred to the Joint Property as may be required for immediate use; and the accumulation of surplus stocks shall be avoided.

5. Transportation

Transportation of employees and Material necessary for the Joint Operations but subject to the following limitations:

A. If Material is moved to the Joint Property from the Operator's warehouse or other properties, no charge shall be made to the Joint Account for a distance greater than the distance from the nearest reliable supply store or railway receiving point where like material is available, except by agreement with Non-Operators.

B. If surplus Material is moved to Operator's warehouse or other storage point, no charge shall be made to the Joint Account for a distance greater than the distance to the nearest reliable supply store or railway receiving point, except by agreement with Non-Operators. No charge shall be made to Joint Account for moving Material to other properties belonging to Operator, except by agreement with Non-Operators.

C. In the application of subparagraphs A and B above, there shall be no equalization of actual gross trucking costs of \$100 or less.

6. Services

A. The cost of contract services and utilities procured from outside sources other than services covered by Paragraph 8 of this Section II and Paragraph 2 of Section III.

B. Use and service of equipment and facilities furnished by Operator as provided in Paragraph 5 of Section IV.

7. Damages and Losses to Joint Property

All costs or expenses necessary for the repair or replacement of Joint Property made necessary because of damages or losses incurred by fire, flood, storm, theft, accident, or any other cause, except to the extent that the damage or loss could have been avoided through the exercise of reasonable diligence on the part of Operator. Operator shall furnish Non-Operators written notice of damages or losses incurred as soon as practicable after a report thereof has been received by Operator.

8. Legal Expense

All costs and expenses of handling, investigating and settling litigation or claims arising by reason of the Joint Operations or necessary to protect or recover the Joint Property, including, but not limited to, attorneys' fees, court costs, cost of investigation or procuring evidence and amounts paid in settlement or satisfaction of any such litigation or claims; provided, (a) no charge shall be made for the services of Operator's legal staff or other regularly employed personnel (such services being considered to be Administrative Overhead under Section III), except by agreement with Non-Operators, and (b) no charge shall be made for the fees and expenses of outside attorneys unless the employment of such attorneys is agreed to by Operator and Non-Operators.

9. Taxes

All taxes of every kind and nature assessed or levied upon or in connection with the Joint Property, the operation thereof, or the production therefrom, and which taxes have been paid by the Operator for the benefit of the Parties.

10. Insurance Premiums

Premiums paid for insurance required to be carried on the Joint Property for the protection of the Parties.

11. Other Expenditures

Any other expenditure not covered or dealt with in the foregoing provisions of this Section II, or in Section III, and which is incurred by the Operator for the necessary and proper conduct of the Joint Operations.

III. INDIRECT CHARGES

Operator may charge the Joint Account for indirect costs either by use of an allocation of district expense items plus a fixed rate for administrative overhead, and plus the warehousing charges, all as provided for in Paragraphs 1, 2, and 3 of this Section III OR by combining all three of said items under the fixed rate provided for in Paragraph 4 of this Section III, as indicated next below:

OPERATOR SHALL CHARGE THE JOINT ACCOUNT UNDER THE TERMS OF:

- Paragraphs 1, 2 and 3. (Allocation of district expense plus fixed rate for administrative overhead plus warehousing.)
- Paragraph 4. (Combined fixed rate)

1. District Expense

Operator shall charge the Joint Account with a pro rata portion of the salaries, wages and expenses of Operator's production superintendent and other employees serving the Joint Property and other properties of the Operator in the same operating area, whose time is not allocated directly to the properties, and a pro rata portion of the cost of maintaining and operating a production office known as Operator's Oklahoma District office located at or near Velma, Oklahoma (or a comparable office if location changed), and necessary sub-offices (if any), maintained for the convenience of the above-described office, and all necessary camps, including housing facilities for employees if required, used in connection with the operations of the Joint Property and other properties in the same operating area. The expense of, less any revenue from, such facilities may, at the option of Operator, include depreciation of investment or a fair monthly rental in lieu of depreciation. Such charges shall be apportioned to all properties served on some equitable basis consistent with Operator's accounting practice.

2. Administrative Overhead

Operator shall charge administrative overhead to the Joint Account at the following rates, which charge shall be in lieu of the cost and expense of all offices of the Operator not covered by Paragraph 1 of this Section III, including salaries, wages and expenses of personnel assigned to such offices. Such charges shall be in addition to the salaries, wages and expenses of employees of Operator authorized to be charged as direct charges as provided in Paragraphs 2 and 8 of Section II.

WELL BASIS (RATE PER WELL PER MONTH)

Well Depth	DRILLING WELL RATE (Use Total Depth) Each Well	PRODUCING WELL RATE (Use Current Producing Depth)		
		First Five	Next Five	All Wells Over Ten
All Wells	\$300	\$50	\$50	\$50

The cost and expense of services from outside sources in connection with matters of taxation, traffic, accounting, or matters before or involving governmental agencies shall be considered as included in the overhead rates provided for in this Paragraph 2 of Section III, unless such cost and expense are agreed upon between Operator and Non-Operators as a direct charge to the Joint Account.

3. Operator's Fully Owned Warehouse Operating and Maintenance Expense
(Describe fully the agreed procedure to be followed by the Operator.)

NONE

4. Combined Fixed Rates

Operator shall charge the Joint Account for the services covered by Paragraph 1, 2 and 3 of this Section III, the following fixed per well rates:

WELL BASIS (RATE PER WELL PER MONTH)

Well Depth	DRILLING WELL RATE (Use Total Depth) Each Well	PRODUCING WELL RATE (Use Current Producing Depth)		
		First Five	Next Five	All Wells Over Ten

Said fixed rate (shall) (shall not) include salaries and expenses of production foremen.

5. Application of Administrative Overhead or Combined Fixed Rates

The following limitations, instructions and charges shall apply in the application of the per well rates as provided under either Paragraph 2 or Paragraph 4 of this Section III:

- A. Charges for drilling wells shall begin on the date each well is spudded and terminate on the date the drilling or completion rig is released, whichever is later, except that no charge shall be made during the suspension of drilling operations for fifteen (15) or more consecutive days.
 - B. The status of wells shall be as follows:
 - (1) Producing gas wells, injection wells for recovery operations, water supply wells utilized for water flooding operations and salt water disposal wells shall be considered the same as producing wells.
 - (2) Wells permanently shut down but on which plugging operations are deferred shall be dropped from the well schedule at the time the shutdown is effected. When such a well is plugged a charge shall be made at the producing well rates.
 - (3) Wells being plugged back, drilled deeper, converted to a source or input well, or which are undergoing any type of workover that requires the use of a drilling or workover rig shall be considered the same as drilling wells.
 - (4) Temporarily shut-down wells, which are not produced or worked upon for a period of a full calendar month, shall not be included in the well schedule, provided however, wells shut in by governmental regulatory body shall be included in the well schedule only in the event the allowable production is transferred to some other well or wells on the Joint Property. In the event of a unit allowable, all wells capable of producing will be counted in determining the charge.
 - (5) Gas wells shall be included in the well schedule if directly connected to a permanent sales outlet even though temporarily shut in due to overproduction or failure of purchaser to take the allowed production.
 - (6) Wells completed in multiple horizons, in which the production is not commingled down hole, shall be considered as a producing well for each separately producing horizon.
 - C. The well rates shall apply to the total number of wells being drilled or operated under the agreement to which this Accounting Procedure is attached, irrespective of individual leases.
 - D. The well rates shall be adjusted on the first day of April of each year following the effective date of the agreement to which this Accounting Procedure is attached. The adjustment shall be computed by multiplying the rate currently in use by the percentage increase or decrease in the average weekly earnings of Crude Petroleum and Gas Production Workers for the last calendar year compared to the preceding calendar year as shown by "The Index of Average Weekly Earnings of Crude Petroleum and Gas Production Workers" as published by the United States Department of Labor, Bureau of Labor Statistics. The adjusted rates shall be the rates currently in use, plus or minus the computed adjustment.
6. For the construction of compressor plants, water stations, secondary recovery systems, salt water disposal facilities, and other such projects, as distinguished from the more usual drilling and producing operations, Operator in addition to the Administrative Overhead or Combined Fixed Rates provided for in Paragraph 2 and 4 of this Section III, shall charge the Joint Account with an additional overhead charge as follows:
- A. Total cost less than \$25,000, no charge.
 - B. Total cost more than \$25,000 but less than \$100,000, 2 % of total cost.
 - C. Total cost of \$100,000 or more, 2 % of the first \$100,000 plus 1 % of all over \$100,000 of total cost.
- Total cost shall mean the total gross cost of any one project. For the purpose of this Paragraph the component parts of a single project shall not be treated separately and the cost of drilling wells shall be excluded.
7. The specific rates provided for in this Section III may be amended from time to time by mutual agreement between the Parties hereto if, in practice, the rates are found to be insufficient or excessive.

IV. BASIS OF CHARGES TO JOINT ACCOUNT

Subject to the further provisions of this Section IV, Operator will procure all Material and services for the Joint Property. At the Operator's option, Non-Operator may supply Material or services for the Joint Property.

1. Purchases

Material purchased and service procured shall be charged at the price paid by Operator after deduction of all discounts actually received.

2. Material furnished from Operator's Warehouse or Other Properties

A. New Material (Condition "A")

- (1) Tubular goods, two inch (2") and over, shall be priced on Eastern Mill base (i. e. Youngstown, Ohio; Lorain, Ohio; and Indiana Harbor, Indiana) on a minimum carload basis effective at date of movement and f. o. b. railway receiving point nearest the Joint Property, regardless of quantity. In equalized hauling charges, Operator is permitted to include ten cents (10c) per hundred-weight on all tubular goods furnished from his stocks in lieu of loading and unloading costs sustained.
- (2) Other Material shall be priced at the current replacement cost of the same kind of Material, effective at date of movement and f. o. b. the supply store or railway receiving point nearest the Joint Property where Material of the same kind is available.
- (3) The Joint Account shall not be credited with cash discounts applicable to prices provided for in this Paragraph 2 of Section IV.

B. Used Material (Condition "B" and "C")

- (1) Material in sound and serviceable condition and suitable for reuse without reconditioning, shall be classified as Condition "B" and priced at seventy-five per cent (75%) of the current price of new Material.
- (2) Material which cannot be classified as Condition "B" but which,
 - (a) After reconditioning will be further serviceable for original function as good secondhand Material (Condition "B"), or

- (b) Is serviceable for original function but substantially not suitable for reconditioning, shall be classified as Condition "C" and priced at fifty per cent (50%) of current new price.
- (3) Obsolete Material or Material which cannot be classified as Condition "B" or Condition "C" shall be priced at a value commensurate with its use. Material no longer suitable for its original purpose but usable for some other purpose, shall be priced on a basis comparable with that of items normally used for such other purpose.
- (4) Material involving erection costs shall be charged at applicable percentage of the current knocked-down price of new Material.

3. Premium Prices

Whenever Material is not readily obtainable at prices specified in Paragraphs 1 and 2 of this Section IV because of national emergencies, strikes or other unusual causes over which the Operator has no control, the Operator may charge the Joint Account for the required Material at the Operator's actual cost incurred in procuring such Material, in making it suitable for use, and in moving it to the Joint Property, provided, that notice in writing is furnished to Non-Operators of the proposed charge prior to billing Non-Operators for such Material. Each Non-Operator shall have the right, by so electing and notifying Operator within 10 days after receiving notice from Operator, to furnish in kind all or part of his share of such Material suitable for use and acceptable to Operator.

4. Warranty of Material Furnished by Operator

Operator does not warrant the Material furnished. In case of defective Material, credit shall not be passed to the Joint Account until adjustment has been received by Operator from the manufacturers or their agents.

5. Equipment and Facilities Furnished by Operator

A. Operator shall charge the Joint Account for use of equipment and facilities at rates commensurate with cost of ownership and operation. Such rates shall include cost of maintenance, repairs, other operating expense, insurance, taxes, depreciation and interest on investment not to exceed six per cent (6%) per annum, provided such rates shall not exceed those currently prevailing in the immediate area within which the Joint Property is located. Rates for automotive equipment shall generally be in line with the schedule of rates adopted by the Petroleum Motor Transport Association, or some other recognized organization, as recommended uniform charges against Joint Property operations. Rates for laboratory services shall not exceed those currently prevailing if performed by outside service laboratories. Rates for trucks, tractors and well service units may include wages and expenses of operator.

B. Whenever requested, Operator shall inform Non-Operators in advance of the rates it proposes to charge.

C. Rates shall be revised and adjusted from time to time when found to be either excessive or insufficient.

V. DISPOSAL OF MATERIAL

The Operator may purchase, but shall be under no obligation to purchase, interest of Non-Operators in surplus Condition "A" or "B" Material. The disposition of surplus Controllable Material, not purchased by Operator, shall be subject to agreement between Operator and Non-Operators, provided Operator shall dispose of normal accumulations of junk and scrap Material either by transfer or sale from the Joint Property.

1. Material Purchased by the Operator or Non-Operators

Material purchased by either the Operator or Non-Operators shall be credited by the Operator to the Joint Account for the month in which the Material is removed by the purchaser.

2. Division in Kind

Division of Material in kind, if made between Operator and Non-Operators, shall be in proportion to the respective interests in such Material. The Parties will thereupon be charged individually with the value of the Material received or receivable. Proper credits shall be made by the Operator in the monthly statement of operations.

3. Sales to Outsiders

Sales to outsiders of Material from the Joint Property shall be credited by Operator to the Joint Account at the net amount collected by Operator from vendee. Any claim by vendee related to such sale shall be charged back to the Joint Account if and when paid by Operator.

VI. BASIS OF PRICING MATERIAL TRANSFERRED FROM JOINT ACCOUNT

Material purchased by either Operator or Non-Operators or divided in kind, unless otherwise agreed to between Operator and Non-Operators shall be priced on the following basis:

1. New Price Defined

New price as used in this Section VI shall be the price specified for New Material in Section IV.

2. New Material

New Material (Condition "A"), being new Material procured for the Joint Property but never used, at one hundred per cent (100%) of current new price (plus sales tax if any).

3. Good Used Material

Good used Material (Condition "B"), being used Material in sound and serviceable condition, suitable for reuse without reconditioning:

A. At seventy-five per cent (75%) of current new price if Material was charged to Joint Account as new, or

B. At sixty-five per cent (65%) of current new price if Material was originally charged to the Joint Account as secondhand at seventy-five percent (75%) of new price.

4. Other Used Material

Used Material (Condition "C"), at fifty per cent (50%) of current new price, being used Material which:

A. Is not in sound and serviceable condition but suitable for reuse after reconditioning, or

B. Is serviceable for original function but not suitable for reconditioning.

5. **Bad-Order Material**

Material (Condition "D"), no longer suitable for its original purpose without excessive repair cost but usable for some other purpose at a price comparable with that of items normally used for such other purpose.

6. **Junk Material**

Junk Material (Condition "E"), being obsolete and scrap Material, at prevailing prices.

7. **Temporarily Used Material**

When the use of Material is temporary and its service to the Joint Property does not justify the reduction in price as provided for in Paragraph 3 B of this Section VI, such Material shall be priced on a basis that will leave a net charge to the Joint Account consistent with the value of the service rendered.

VII. INVENTORIES

The Operator shall maintain detailed records of Material generally considered controllable by the Industry.

1. **Periodic Inventories, Notice and Representation**

At reasonable intervals, inventories shall be taken by Operator of the Joint Account Material, which shall include all such Material as is ordinarily considered controllable. Written notice of intention to take inventory shall be given by Operator at least thirty (30) days before any inventory is to begin so that Non-Operators may be represented when any inventory is taken. Failure of Non-Operators to be represented at an inventory shall bind Non-Operators to accept the inventory taken by Operator, who shall in that event furnish Non-Operators with a copy thereof.

2. **Reconciliation and Adjustment of Inventories**

Reconciliation of inventory with charges to the Joint Account shall be made, and a list of overages and shortages shall be jointly determined by Operator and Non-Operators. Inventory adjustments shall be made by Operator with the Joint Account for overages and shortages, but Operator shall be held accountable to Non-Operator only for shortages due to lack of reasonable diligence.

3. **Special Inventories**

Special inventories may be taken whenever there is any sale or change of interest in the Joint Property. It shall be the duty of the party selling to notify all other Parties as quickly as possible after the transfer of interest takes place. In such cases, both the seller and the purchaser shall be governed by such inventory.

EXHIBIT D

INSURANCE PROVISIONS

ATTACHED TO AND MADE A PART OF
PLAN OF UNITIZATION - UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

(a) Unit Operator shall not carry any insurance for the joint account. The liability, if any, of the parties hereto in damages for claims growing out of personal injury to or death of persons or injury or destruction of property resulting from the operation and development of the Unit Area shall be borne by the parties hereto in the proportions of their respective interests in the Unit Area, and each party individually may acquire such insurance as it deems proper to protect itself against such claims.

(b) Operator shall not be liable for damages arising out of injuries to any of the employees of Non-Operator or damages to any property of Non-Operator in connection with the operations hereunder on the premises, except for willful misconduct or gross negligence of Operator.

Should Skelly Oil Company cease to be Operator hereunder, any new Operator shall carry Workmen's Compensation Insurance and General Public Liability and Automobile Public Liability and Property Damage Insurance with limits as mutually agreed upon by the parties hereto.

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>William J. Thompson</u> <u>Rowland Thompson</u>	<u>8/28/65</u> <u>9/27/65</u>	<u>James Steak</u> <u>James Steak</u>
_____	_____	_____
_____	_____	_____

STATE OF ~~California~~)
)
COUNTY OF ~~Alameda~~)

CORPORATION ACKNOWLEDGMENT

SS:

Before me, a Notary Public in and for said County and State, on this ~~27th~~ day of September, 19 65, personally appeared ~~James T. Doak~~ to me known to be the identical person who subscribed the name of James T. Doak to the foregoing instrument as its President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

✓

STATE OF California)
)
COUNTY OF Alameda)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this 27th day of September, 19 65, personally appeared _____

James T. Doak

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

WILLIAM R. HENSON, Notary Public

WILLIAM R. HENSON, Notary Public
My Commission Expires July 10, 1966

William R. Henson
Notary Public

My commission expires: _____

WILLIAM R. HENSON, Notary Public
My Commission Expires July 10, 1966

WILLIAM R. HENSON, Notary Public
My Commission Expires July 10, 1966

STATE OF _____)
)
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Walter C. ...
Sept 14, 1965
Notary Public 6-8-66

Linda E. Greenwell

STATE OF Virginia)
COUNTY OF Carroll)

CORPORATION ACKNOWLEDGMENT

SS:

Before me, a Notary Public in and for said County and State, on this 14 day of September, 1965, personally appeared Donald E. Lussawell to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: June 8, 1966

Shirley Coyle
Notary Public

STATE OF _____)
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF _____)
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

[Signature]

7/29/65

[Signature]

[Signature]

[Signature]

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Aug 24 65

Jack L. Doak

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

George W. Miller

8-16-65

Robert W. Frimley

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Illinois)
) SS:
COUNTY OF Madison)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 23rd day of August, 1968, personally appeared Robert H. Langley

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

2-24-69

Robert H. Langley
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Alfred James Lorchard
Alfred James Lorchard

Sept 25th 1965
Sept 25th 1965

Ann M. McKinley
W. W. McKinley

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u><i>Jane Rebarton</i></u>	<u>9/16/65</u>	<u><i>Denny Houston Wilson</i></u>
_____	<u>9/16/65</u>	<u><i>R. Ray Wilson</i></u>
_____	_____	_____
_____	_____	_____



STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Tulsa)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 17th day of September, 1965, personally appeared _____
Lenny Houston Wilson and Al Ray Wilson

to me known to be the identical person S who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

My Commission Expires June 3, 1967

Myrna S. Hunter
Notary Public

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>James B. Rice</u>	<u>Aug. 23, 1965</u>	<u>Willie Jean Howell</u>
<u>James B. Rice</u>	<u>Aug. 23, 1965</u>	<u>W. B. Howell</u>
<u>Eula L. Stahl</u>	<u>Sept. 1, 1965</u>	<u>Billie Mae Love</u>
<u>Eula L. Stahl</u>	<u>Sept. 1, 1965</u>	<u>De Lasso Love</u>

SEP 10 1965

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Oklahoma)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 23d day of August, 1965, personally appeared _____
Millye Jean Howell and W. E. Howell

to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
July 16, 1969

Mary Wright

Notary Public

STATE OF Colorado)
) SS:
COUNTY OF LaPlata)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 1st day of September, 1965, personally appeared _____
Billie Nell Loos & DeLasso Loos

to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that They executed the same as Their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
My Commission expires July 19, 1967

Billy Hall

Notary Public

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Barthelme McLeod

10-18-65

Olen D. Sledge
Annice Sledge

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person__ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

1-25-67

O'Letha Reed
Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Stephens)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 18th day of October, 1965, personally appeared _____
(Olen D. Sledge and Annise Sledge (wife))

to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

1-25-67

O'Letha Reed
Notary Public

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

L. H. Adams

10-16-65

H. L. Parrill

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF TEXAS)
) SS:
COUNTY OF BEXAR)

INDIVIDUAL ACKNOWLEDGMENT

H. L. Romine

Before me, the undersigned, a Notary Public, within and for said County and State, on this 16 day of OCT, 1965, personally appeared H. L. ROMINE

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that HE executed the same as HIS free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

6-1-1967

Luther Adcock
Notary Public LUTHER ADCOCK
Notary Public, Bexar County, Texas.

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3354



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

SEP 1 10 03 AM '65
BOOK 922 PAGE 5
ETHEL JOHNSON, CO. CLK.
D.M. RAY
DEPUTY
005
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

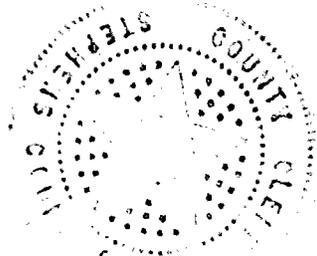
DATE SIGNED

SIGNATURE OF ROYALTY OWNER

6-23-65

Jim J. Fusley

16-3352



STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 05 AM '65
BOOK 992 PAGE 1
ETHEL BROWN, CO. CLK.
BY B. K. KAVANAGH, DEPUTY

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

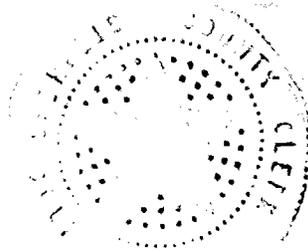
NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>6-21-65</u>	<u>A J Godwin</u>
_____	<u>6-21-65</u>	<u>Deneva Godwin</u>
_____	_____	_____
_____	_____	_____

16-3353



100 003

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 07 AM '65
BOOK 922 PAGE 3
ETHEL M. JOHNSON, CO. CLK.
BY *M. Hancock* CLERK

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	6-25-65	<i>H. S. Guild</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

16-3355



STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 03 AM '65
BOOK 929 PAGE 7
EITHEL D. CO. CLK.
BY R. P. DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1, South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

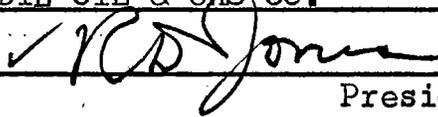
WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED
 _____	_____
Secretary	6-25-65
_____	_____
_____	_____

SIGNATURE OF ROYALTY OWNER
ARDRIE OIL & GAS CO.
By  _____
President

115

008

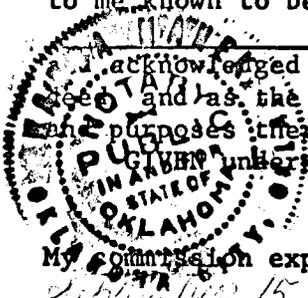


STATE OF Oklahoma)
) SS:
COUNTY OF Oklahoma)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this 30th day of June, 1965, personally appeared R.D. Jones, to me known to be the identical person who subscribed the name of R. D. Jones to the foregoing instrument as its President and acknowledged to me that he executed the same as his free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year last above written.



My commission expires: September 15 1965

Sandra T. [Signature]
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

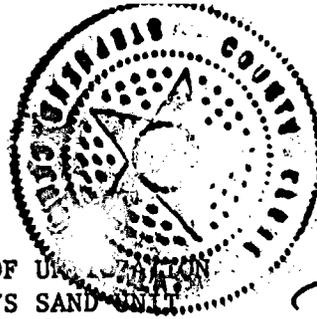
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

16-3356



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

SEP 1 10 03 AM '65
BOOK 992 PAGE 9
ETHEL REESON CO. CLERK.
BY [Signature]
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Mary M. South

6/21/65

[Signature]

201

16-3357



2011

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDS DEPARTMENT
FILED
SEP 1 10 03 AM '05
BOOK 922 PAGE 11
ETHEL
BY *Alvin*

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<i>8/11/65</i>	<i>James M. Bullers</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

5115

16-3358



1013

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 03 AM '55
BOOK 992 PAGE 13
ETHEL E. BROWN, CO. CLK.
BY *R. Brown* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

8/6/65
8/6/65

Norman Craythorne
John R. Craythorne



STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF OKLAHOMA)
) SS:
COUNTY OF STEPHENS)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 6th day of August, 1965, personally appeared _____
Marylou Gray Thorne and
Robert R. Gray Thorne
to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

[Signature]
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

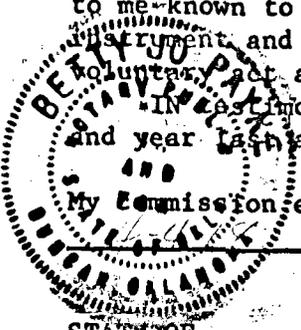
Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person ___ who executed the within and foregoing instrument and acknowledged to me that ___ executed the same as ___ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



100

16-3359



015

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 03 AM '65
BOOK PAGE 18
ETHEL B. SMITH, CLK.
M. M. M. DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions, and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

C. B. Smith

6-24-65

Mary Ann Davis

Dred Davis

16-3360



017

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 03 AM '65
BOOK 992 PAGE 17
ETHEL RECORD CO. CLK.
BY *[Signature]* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

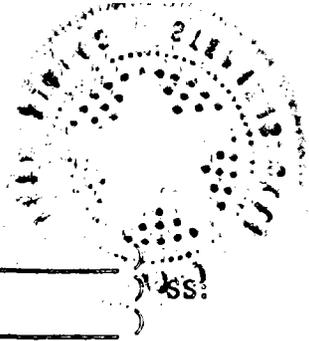
NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>6/22/65</u>	<u><i>[Signature]</i></u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

018



STATE OF _____
COUNTY OF _____

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
COUNTY OF Oklahoma)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 23rd day of June, 1965, personally appeared _____
Naomi Gibbs

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth. IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
November 23, 1965

Naomi Gibbs
Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

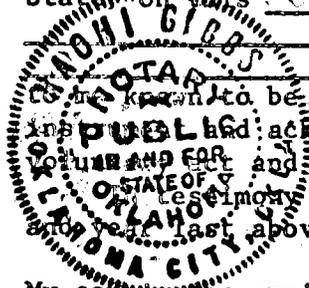
Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

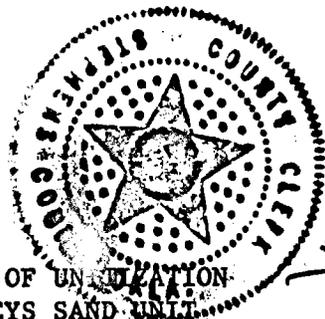
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



16-3361



**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 08 AM '65
BOOK 922 PAGE 19
ETHEL HARRISON, CLERK.
BY *[Signature]* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

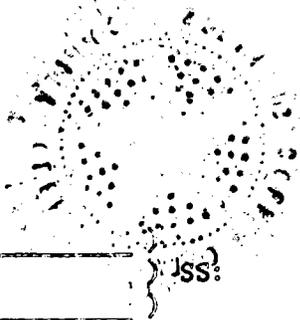
WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Betty Op Smith 7-9-65
Betty Op Smith 7-9-65

Judith Jones Dobbins
Judith Jones Dobbins
James F. Dobbins, Jr.
James F. Dobbins, Jr.



STATE OF _____
COUNTY OF _____

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Oklahoma)
COUNTY OF Oklahoma)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 9th day of July, 1965, personally appeared Judith Jones Dobbins and James F. Dobbins, Jr., her husband,

to me known to be the identical person S who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires: _____
8, 1967

Betty Foshee
Notary Public

COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

16-3362



021

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 08 AM '65
BOOK 922 PAGE 21
ETHEL W. WATSON, CO. CLK.
DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>5-2-65</u>	<u>Mary Katherine Lyles,</u> <u>a single woman</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

022



STATE OF _____
COUNTY OF _____

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Okla)
COUNTY OF Okla) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 2 day of July, 1965, personally appeared _____
Mary Katherine Boyd

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day year last above written.

My commission expires:

Wayne Feld
Notary Public

STATE OF _____)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



200

16. 3363



023

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 09 AM '65
BOOK 922 PAGE 22
ETHEL EDWARDS, CO. CLK.
BY J. P. [Signature] DEPUTY

50-111

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	7-3-65	<u>Virvian Road Houston</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

16-3364



025

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 09 AM '65
922 PAGE 25
C. ETHEL BRIDSON, CL. CLK.
Phyllis DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

6-23-65

Asa Elliott

16-3365



027

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 09 AM '65
BOOK 922 PAGE 27
ETHEL ELLIOTT, CO. CLK.
BY B. K. K... DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

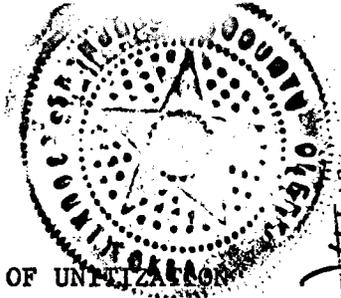
SIGNATURE OF ROYALTY OWNER

8-9-65

James P. Elliott
Executrix of the Estate of
James P. Elliott, Deceased

50

16 - 3366



029

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 10 03 AM '65
BOOK 922 PAGE 29
ETHEL B. BROWN, CO. CLK.
BY *R. Queen* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>8-17-65</u>	<u>Maudie Ford,</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

030



STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Stephens)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 17 day of August, 1965, personally appeared _____
Wanda Lord

to me known to be the identical person ___ who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Opae E. Lee
Notary Public



STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person ___ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3367



031

RATIFICATION OF PLAN OF UNITIZATION.
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 09 AM '65
BOOK 999 PAGE 31
ETHA W. PERKINS, CLK.
DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	8-7-65	<u>Maudie Ford</u> <u>Exec of Will H. Ford Est.</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

16-3368



033

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 09 AM '65
BOOK PAGE
ETHEL BOGGS, CO. CLK.
STEPHENS COUNTY, OKLAHOMA

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

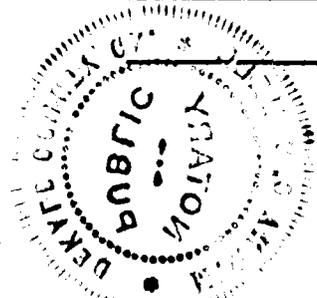
DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Jackie Lallaway

June 25, 1965

Claude F. Freeseley



16-3369



035

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
BOOK 992 PAGE 35
ETHEL BEASON, CO. CLK.
R. K. Green, DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	8-6-65	Earl A. Frenshley
_____	_____	_____
_____	_____	_____
_____	_____	_____

16-3370



037

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
BOOK 222 PAGE 37
ETHEL T. HARRIS, CLK.
BY *H. Queen* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

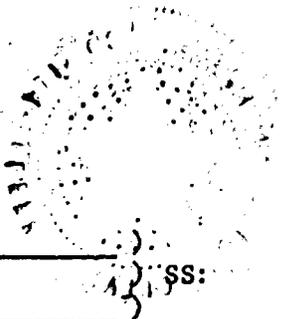
SIGNATURE OF ROYALTY OWNER

James Roberts

6-22-65

X *Mattie Fransley*

038



STATE OF _____)
COUNTY OF _____) SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Alabama)
COUNTY OF Stephens) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of June, 1965, personally appeared _____ Thelma F. Johnson to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth. IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

5-11-68

Notary Public

STATE OF _____)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

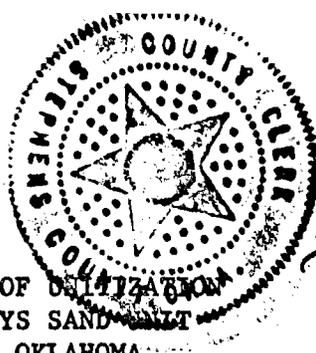
to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3371



039

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 10 AM '65

BOOK PAGE 39
ETHEL J. COOK, CLERK
BY *[Signature]* DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

[Signature]

July 7, 1965

[Signature]



STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

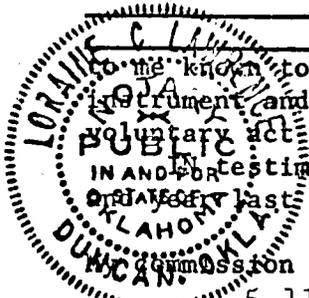
My commission expires:

Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Stephens)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 7th day of July, 1965, personally appeared _____
Robert Wiley Frensley



to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
5-11-68

Lorraine C. Lawrence
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3372



041

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT.
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
BOOK 992 PAGE 41
ETHEL B. BROWN, CLK.
DR. BROWN DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>Bette Laddaker</u>	<u>June 24/65</u>	<u>[Signature]</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

042

STATE OF Oklahoma
COUNTY OF Se) SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

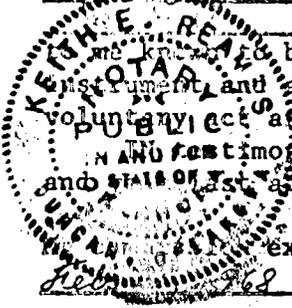
STATE OF Oklahoma)
COUNTY OF Stephens) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 7th day of July, 1965, personally appeared Nadmond Fuqua

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires:

Keith E. Reames
Notary Public

STATE OF _____)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

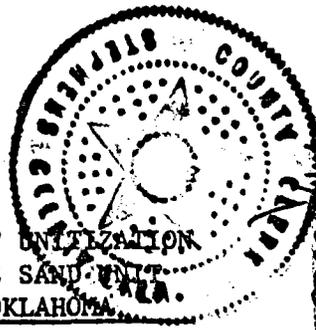
to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3373



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
BOOK PAGE 442
ETHEL B. CH. CLERK
R. P. [Signature] DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED
<u>[Signature]</u>	<u>6-21-65</u>
_____	_____
_____	_____
_____	_____

SIGNATURE OF ROYALTY OWNER
<u>[Signature]</u>
W. J. Goldston, Trustee of the Walter L. Goldston Trust

044



STATE OF _____

CORPORATION ACKNOWLEDGMENT

COUNTY OF _____

SS:

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Texas)

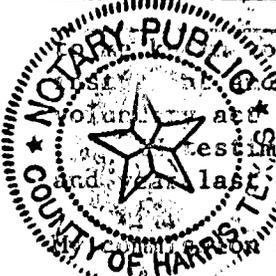
INDIVIDUAL ACKNOWLEDGMENT

COUNTY OF Harris)

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this 21st day of June, 1965, personally appeared _____

_____ be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth and in the capacity and IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires: _____
EDITH SUFFERN

Notary Public

Notary Public in and for Harris County, Texas
My Commission Expires June 1, 1967

STATE OF _____)

INDIVIDUAL ACKNOWLEDGMENT

COUNTY OF _____)

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

_____ to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

16-3374



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
BOOK 922 PAGE 45
CITHEL RECORDS CO. OKLA.
BY *Rhodes* DEPUTY

5117

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u><i>R. L. Harris</i></u>	<u><i>July 2, 1965</i></u>	<u><i>Saura Elise Harris</i></u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

046

STATE OF _____
COUNTY OF _____

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Illinois)
COUNTY OF Rockford)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this 2 day of January, 1965, personally appeared Faura Dickson

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as the free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official and year last above written.

My commission expires:

June 1, 1967

C. J. C. J.
Notary Public



STATE OF Illinois)
COUNTY OF Rockford)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

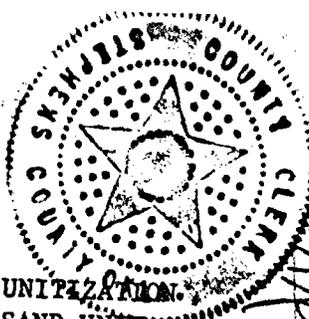
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

300

16-3375



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

047
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
BOOK PAGE 47
C. ETHEL BROWN, CLERK
K. W. DEWITT, DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

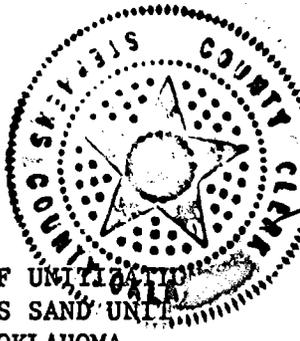
[Signature]

6/21/65

[Signature]

1008

16-3376



049
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 10 AM '65
99-2 PAGE 49
BOOK OF 1964 CO. CLK.
ETHEL G. BEECH CO. CLK.
BY *R. Ruess* DEPUTY

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>6-18-65</u>	<u><i>Ray Anderson, Jr.</i></u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

050



STATE OF _____

CORPORATION ACKNOWLEDGMENT

) SS:

COUNTY OF _____)

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Oklahoma)

INDIVIDUAL ACKNOWLEDGMENT

) SS:

COUNTY OF Stephens)

Before me, the undersigned, a Notary Public, within and for said County and State, on this 18 day of June, 1965, personally appeared _____

Gary O. Henderson, Jr.

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Marie B. Thompson
Notary Public

STATE OF _____)

INDIVIDUAL ACKNOWLEDGMENT

) SS:

COUNTY OF _____)

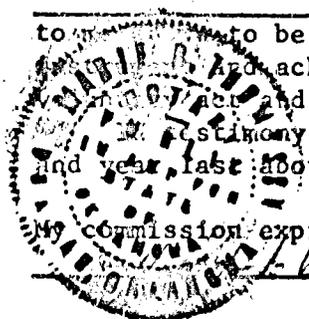
Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public



21.
8

16-3377



STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 11 AM '65
BOOK PAGE 51
ETHEL T. HARRIS, CLERK
J. B. HARRIS, DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

J. B. Odum

6/21/65

Hubb E. Henderson

052

STATE OF Okla. Territory)
COUNTY OF Stephens)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this 21st day of June, 1965, personally appeared Tracy E. Henderson to be known to be the identical person who subscribed the name of Tracy E. Henderson to the foregoing instrument as its President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
COUNTY OF Stephens) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 21 day of June, 1965, personally appeared Tracy E. Henderson

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: 66

Maurice B. Thompson
Notary Public

STATE OF _____)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

200

16-3378



053
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 11 AM '65
BOOK 992 PAGE 53
ETHEL BERNHARDT, CO. CLERK

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Barbara Bernhardt

7-15-65

John L. Holden

Barbara Bernhardt

7-15-65

Pauline Holden

054

STATE OF _____)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

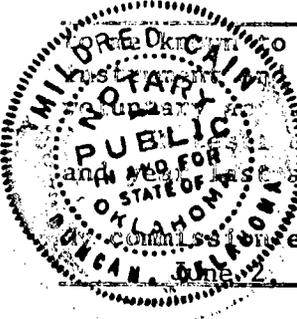
STATE OF OKLAHOMA)
COUNTY OF STEPHENS)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 15th day of July, 19 65, personally appeared JOHN L. HOLDEN and PAULINE HOLDEN, husband and wife,

to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth. In testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires: June 2, 1966

Mildred Cain

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

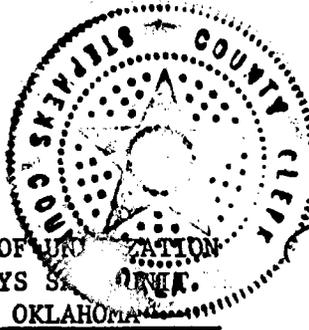
Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



SEP 1 10 11 AM '55
BOOK 989 PAGE 55
ETHEREAL RECORDS CO. CLERK
BY *[Signature]* DEPUTY

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

16-3379

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>Rachel Dew</i>	<i>July 16, 1965</i>	<i>Low Ann Howard</i>
<i>Rachel Dew</i>	<i>July 16, 1965</i>	<i>R. Jack Howard</i>
_____	_____	_____
_____	_____	_____

STATE OF _____

CORPORATION ACKNOWLEDGMENT

COUNTY OF _____

SS:

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
COUNTY OF Pontotoc)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 16th day of July, 1965, personally appeared Lou Ann Hoover and R. Jack Hoover, her husband

to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Rachel Dew
Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

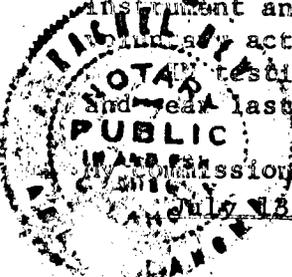
Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



16-3380



057

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 11 AM '65
BOOK 922 PAGE 57
ETHEL L. HARRIS, CLERK
BY [Signature] DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

[Signature]
[Signature]

8/18/65

[Signature]

058



STATE OF _____)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

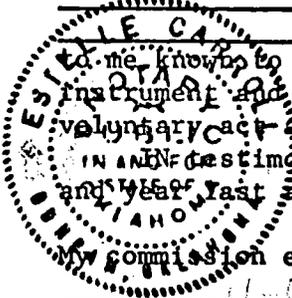
Notary Public

STATE OF Oklahoma)
COUNTY OF Stephens)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 18th day of August, 1965, personally appeared _____
L.L. Humphreys



to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.
IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Stella Carroll
Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

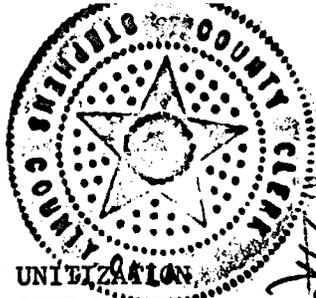
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16. 3381



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

059 STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 11 AM '65
BOOK PAGE 59
ETHEL H. H. SOO. CLK.
BY J. Humphreys

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>E. L. Humphreys</u>	<u>8/18/ 65</u>	THE L.L. HUMPHREYS TRUST
<u>E. L. Humphreys</u>	<u>8/18/ 65</u>	BY <u>Lawrence L. Humphreys Sr.</u>
<u>E. L. Humphreys</u>	<u>8/18/ 65</u>	BY <u>Esperanza M. Humphreys</u>
<u>E. L. Humphreys</u>	<u>8/18/ 65</u>	BY <u>L. A. Bunt</u>

Trustees

16-3382

RATIFICATION OF PLAN OF
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA



BY *H. Green* DEPUTY
ETHEL B. GREEN, CO. CLK.

061
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 11 AM '65
BOOK 912 PAGE 61

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Mavis B. Thompson

6-25-65

(Mrs.) Betty Leffers

Clarence Hunt

6-25-65

Debra F. Small

062

STATE OF _____
COUNTY OF _____

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Oklahoma)
COUNTY OF Stephens)

SS:

INDIVIDUAL ACKNOWLEDGMENT

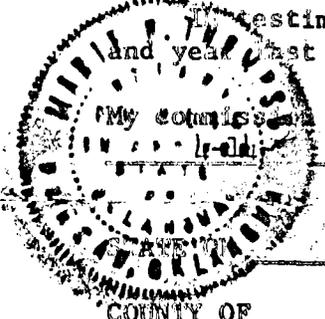
Before me, the undersigned, a Notary Public, within and for said County and State, on this 25th day of June, 1965, personally appeared _____
Betty Jo Kofmehl and Hugo F. Kofmehl

to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Thasie B. Thompson
Notary Public



INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

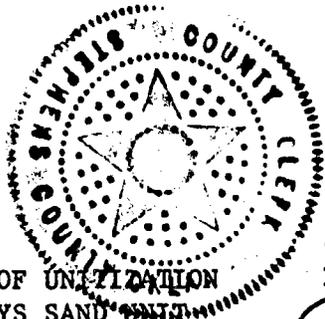
to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

16-3383



063

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 11 AM '65
BOOK 922 PAGE 63
ETHEL E. HICKS, CO. CLK.
BY *H. Hansen* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

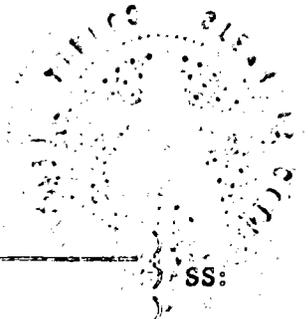
NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<i>July 23, 1965</i>	<i>Margaret Fay Special Kristjanson</i>
_____	<i>July 23, 1965</i>	<i>John David Kristjanson</i>
_____	_____	_____
_____	_____	_____

064



STATE OF _____
COUNTY OF _____

CORPORATION ACKNOWLEDGMENT

SS:

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF California)
COUNTY OF Sacramento)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 23rd day of July, 1965, personally appeared _____
Margaret Fay Spears Kristjanson and Johann David Kristjanson

to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

CARLA RIGGE
COMMISSION EXPIRES MAY 12, 1967



Carla Rigge

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

709

16-3384



065

RATIFICATION OF PLAN OF
UNCONFORMITY-HUMPHREYS
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 12 AM '65
BOOK 999 PAGE 65
FILED IN THE
BY [Signature] DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

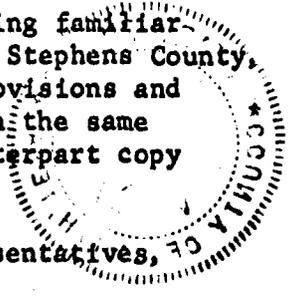
WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

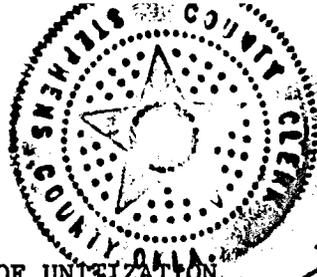
This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>[Signature]</u> Jeanette Richey	<u>6-23-65</u>	<u>[Signature]</u> Dorothy E. Lake, personal sub
_____	_____	_____
_____	_____	_____
_____	_____	_____



16-3385



067

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 12 AM '65
BOOK 992 PAGE 67
FILED IN THE PUBLIC RECORDS OF OKLAHOMA
BY K. K. K. DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true, and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

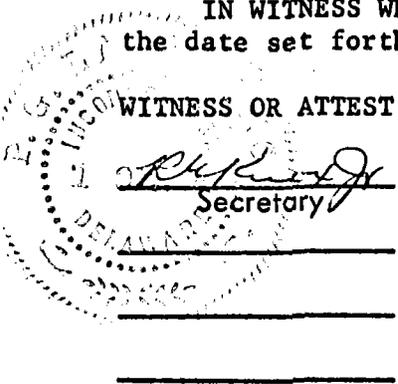
WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

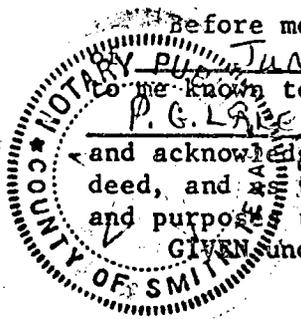


WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>[Signature]</u> Secretary	<u>6-23-65</u>	By: <u>[Signature]</u> Vice President
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

068

STATE OF TEXAS)
) SS:
COUNTY OF SMITH)

CORPORATION ACKNOWLEDGMENT



Before me, a Notary Public in and for said County and State, on this 23rd day of JUNE, 1965, personally appeared ROBERT. P. LAKE, to me known to be the identical person who subscribed the name of P. G. LAKE INC. to the foregoing instrument as its VICE President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.
GIVEN under my hand and seal the day and year last above written.

My commission expires:
6-1-67

Jeanette Richey
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

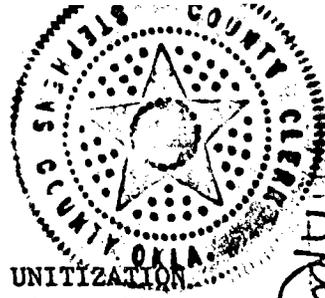
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

201

16-3386



069

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 12 AM '65
BOOK 992 PAGE 69
ETHEL B. BROWN, CLERK
R. BROWN, DEPUTY

5/1/7

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	8-18-65	_____ Ceil Marsh
_____	_____	_____
_____	_____	_____
_____	_____	_____

200

16-3387



0711

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 12 AM '65
BOOK 999 PAGE 77
ETHEL H. HICKS, CO. CLK.
BY *Phyllis* CLERK

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<i>July 14, 1965</i>	<i>Larry Don March</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

072

STATE OF _____
COUNTY OF _____

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
COUNTY OF Stephens)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 16 day of July, 1965, personally appeared _____
Larry Don March

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

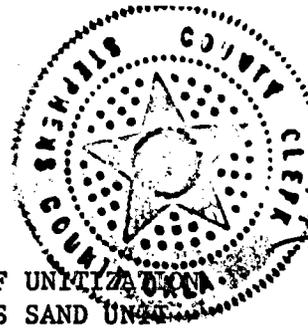
My commission expires:

Notary Public



200

16-3388



073
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 12 AM '65
BOOK PAGE 73
ETHEL HERRICK, CLK.
R. L. March, DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	8-17-65	<u>R. L. March, III</u> (R. L. March, III)
_____	_____	_____
_____	_____	_____
_____	_____	_____



STATE OF OKLAHOMA)
) SS:
COUNTY OF STEPHENS)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

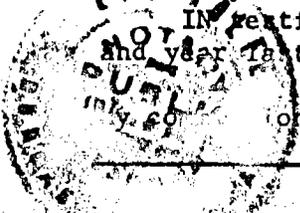
STATE OF OKLAHOMA)
) SS:
COUNTY OF STEPHENS)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 17th day of August, 1965, personally appeared _____
R. L. MARCH, III

to me known to be the identical person__ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires: 66

Eva Ralfe
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person__ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

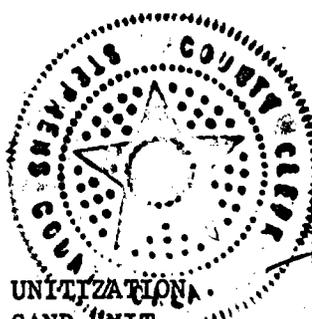
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

278

16-3389



075

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 12 AM '65
BOOK 939 PAGE 75
ETHEL E. JOHNSON, CLERK
BY R. K. KROGER, DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 14 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Don C. Phelps

THE McALESTER FUEL COMPANY

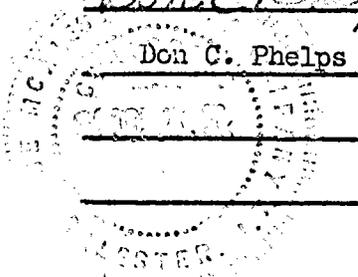
Don C. Phelps

June 30, 1965

T. E. Garrard

T. E. GARRARD, President

T. E. Garrard



076



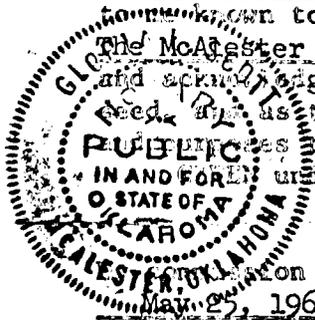
STATE OF OKLAHOMA
COUNTY OF PITTSBURG

CORPORATION ACKNOWLEDGMENT

SS:

Before me, a Notary Public in and for said County and State, on this 30th day of June, 1965, personally appeared T. E. Garrard, known to be the identical person who subscribed the name of The McAlester Fuel Company to the foregoing instrument as its President and acknowledged to me that he executed the same as his free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

under my hand and seal the day and year last above written.



My commission expires:
May 25, 1968

Gloria L. Scott
Notary Public

STATE OF _____)
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

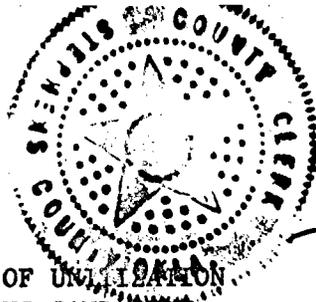
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

309

16-3390



077

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 12 AM '65
BOOK 992 PAGE 77
ETHEL H. HARRIS, CLERK
BY H. HARRIS

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

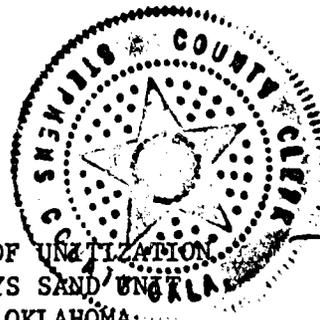
W. L. Miller

June 25, 1965

Sue Miller

20-20

16.3391



079

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 13 AM '65
BOOK 992 PAGE 79
ETHEL BROWN, CLERK
BY *[Signature]* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

7-13-65
7-13-65

Earl J. Mosier
Ed J. Mosier

16-3392



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 13 AM '05
BOOK 922 PAGE 81
ETHEL M. GARDNER, CLERK
BY *[Signature]* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

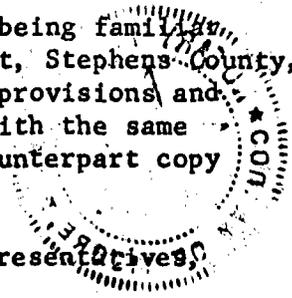
WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>7-15-65</u>	<u><i>[Signature]</i></u>
_____	<u>7-15-65</u>	<u><i>[Signature]</i></u>
_____	_____	_____
_____	_____	_____



082

STATE OF _____)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Texas)
COUNTY OF Moore)

SS:

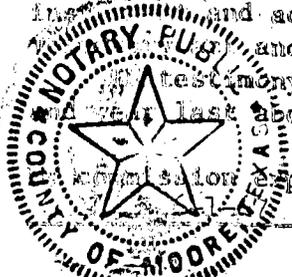
INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 15th day of July, 1965, personally appeared _____
Nora J. Murray

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



STATE OF Texas)
COUNTY OF Moore)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 15th day of July, 1965, personally appeared _____
J.L. Murray, husband of Nora J. Murray

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

6-1-67



200

16-3393



083

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 13 AM '05
BOOK 922 PAGE 83
ETHEL J. JOHNSON, CLERK.
BY *A. Mason* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	6/22	<i>My E. O. [Signature]</i>
_____	6/22	<i>[Signature]</i>
_____	_____	_____
_____	_____	_____

084

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires Aug. 17, 1966

G. G. Stuart
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 24 day of JUNE, 1965, personally appeared MRS. E. J. O'CONNOR

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth. IN testimony whereof, I have hereunto set my hand and official seal the day above written.



G. G. Stuart
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 24 day of JUNE, 1965, personally appeared E. J. O'CONNOR

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

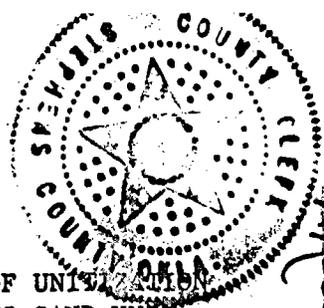
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
My Commission Expires Aug. 17, 1966

G. G. Stuart
Notary Public

20

16-3394



085

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 13 AM '95
BOOK 92 PAGE 85
ETHEL B. SMITH, CLERK.
BY R. K. KENNEDY DEPUTY

5
✓
✓
✓

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

D. H. Haralson
L. M. [unclear]

Hattie C. Rangel

086

STATE OF _____)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

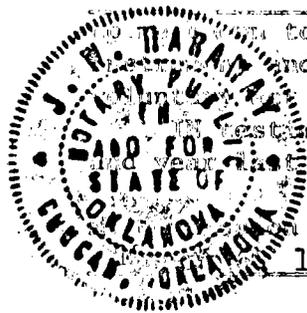
Notary Public

STATE OF Oklahoma)
COUNTY OF Stephens)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 15 day of July, 1965, personally appeared _____
Hettie C. Rangeley



to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth. IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____
1968

J. H. Haraway
Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

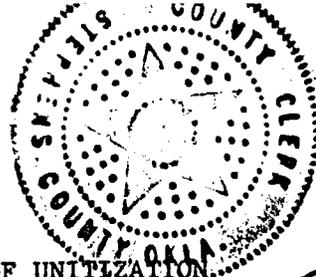
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

0012

16-3395



087

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 10 13 AM '65
BOOK 922 PAGE 87
ETHEL T. ... CO. CLERK
BY R. ... SECURITY

✓
✓
✓
✓

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

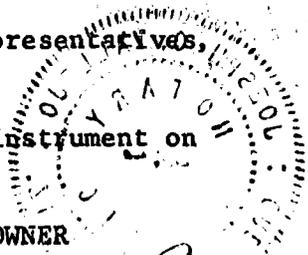
WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.



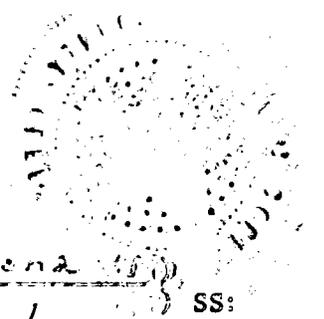
WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

8/3/65

x Hardy Cleve ...



STATE OF Arizona)
)
COUNTY OF Greenlee) SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

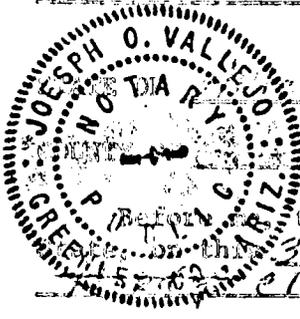
Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



STATE OF _____)
)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 3rd day of August, 1965, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

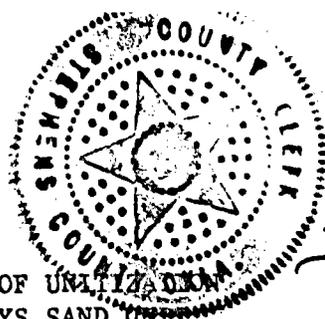
Notary Public

Joseph O. Valleso
Notary Public

10/11/68

200

16-3396



089

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 13 AM '65
BOOK 922 PAGE 89
ETHEL BEATTIE CO. CLK.
BY R. K. QUINN DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

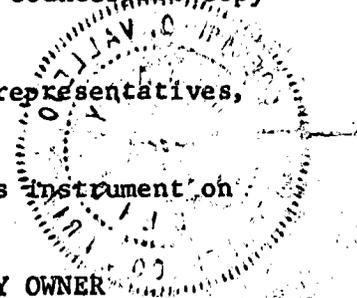
WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.



WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	8/13/65	<i>Johnny William Rowne</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

090

STATE OF _____)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

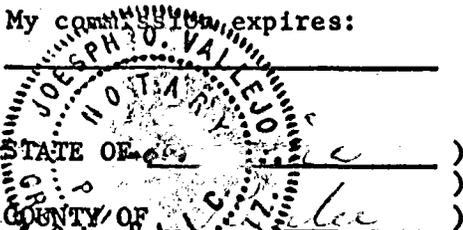
Before me, the undersigned, a Notary Public, within and for said County and State, on this 13 day of August, 1965, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

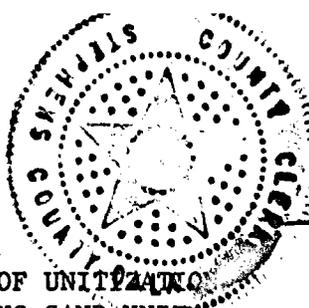
Notary Public



Joseph O. Valles
Notary Public

200

16-3397



STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 13 AM '65
BOOK 922 PAGE 91
ETHEL B. GIBBS, CLK.
BY *W. A. ...* DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

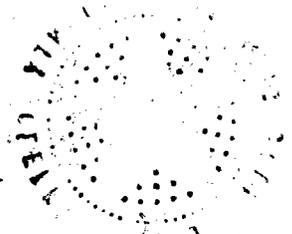
This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>W. A. ...</i>	July 20, 1965	<i>James M. Spears</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

5
✓
✓
✓

092



STATE OF _____
COUNTY OF _____

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Texas)
COUNTY OF Lubbock)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 20th day of July, 1965, personally appeared James W. Spears

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Idell Westbrook
Notary Public



STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Texas)
COUNTY OF Lubbock)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 20th day of July, 1965, personally appeared J W Spears and Berniece Spears

to me known to be the identical person 5 who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal _____ day and year last above written.

My commission expires:

June 1 1967

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

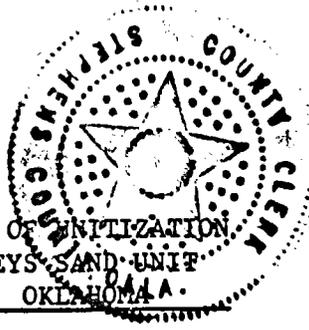
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public



16-3399



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 14 AM '65
BOOK 922 PAGE 95
ETHEL S. BROWN, CLERK
BY *R. Brown* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

5
✓
✓
✓

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED
_____	<u>7-16-65</u>
_____	_____
_____	_____
_____	_____

SIGNATURE OF ROYALTY OWNER

Theresa E. Spears

Emma May Spears

096

STATE OF _____

CORPORATION ACKNOWLEDGMENT

COUNTY OF _____

SS:

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF Oklahoma)

INDIVIDUAL ACKNOWLEDGMENT

COUNTY OF Pontotoc)

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this 16th day of July, 1965, personally appeared _____
Philip E. Spears & Emma May Spears

to me known to be the identical persons who executed the within and foregoing instrument, and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

August 2, 1967

Jay Wilcox

Notary Public

STATE OF _____)

INDIVIDUAL ACKNOWLEDGMENT

COUNTY OF _____)

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

16-3400



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 14 AM '65
BOOK 922 PAGE 97
BY R. K. [Signature] DEPUTY
CLERK OF DISTRICT COURT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	7-23-65	
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF OKLAHOMA

CORPORATION ACKNOWLEDGMENT

COUNTY OF _____

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires: _____

Notary Public

STATE OF OKLAHOMA)

INDIVIDUAL ACKNOWLEDGMENT

) SS:

COUNTY OF CARTER)

Before me, the undersigned, a Notary Public, within and for said County and State, on this 23 day of July, 1965, personally appeared _____
SPARS

_____ be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth. IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year above written.



My commission expires: _____

William Martin
Notary Public

STATE OF _____)

INDIVIDUAL ACKNOWLEDGMENT

) SS:

COUNTY OF _____)

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

_____ to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

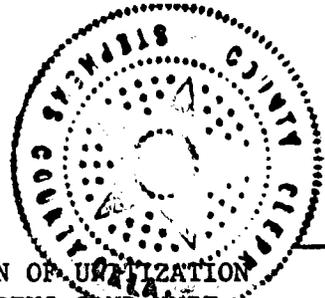
IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____

Notary Public

209

16-3401



099

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 14 AM '05
BOOK 922 PAGE 99
EIMEL J. CO. CLK.
BY *[Signature]* DEPUTY

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

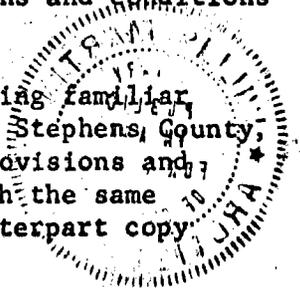
WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>7-23-65</u>	<u><i>Evelyn Spears</i></u>
_____	_____	_____
_____	_____	_____
_____	_____	_____



5
✓
✓
✓

100



STATE OF _____
COUNTY OF _____

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF OKLAHOMA)
COUNTY OF CARTER)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 23 day of July, 1965, personally appeared _____ Evelyn Spearz _____

_____ to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires: _____
January 23, 1966

Willis Martin

Notary Public

STATE OF _____)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

_____ to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3402



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 14 AM '65
BOOK 929 PAGE 101
ETHEL EDDY, CLERK.
BY *R. P. ...* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>M. J. ...</i>	<i>July 16, 1965</i>	<i>Walter ...</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

1102



STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

WITN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Texas)
) SS:
COUNTY OF Lubbock)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 17 day of July, 1965, personally appeared Walter Harrell Spence

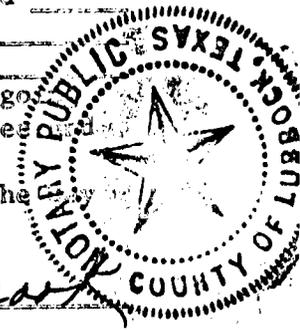
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

June 1, 1967

Idell Westraaf
Notary Public



STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

file

16-3403



103

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 14 AM '65
BOOK 992 PAGE 103
ETHEL W. HARRIS, CLERK
BY *R. Speer* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<i>July 28, 1965</i>	<i>Walter James Davis Trustee 756027949</i>
_____	<i>July 28, 1965</i>	<i>Evelyn Spear</i>
_____	_____	_____
_____	_____	_____

5
✓
✓

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

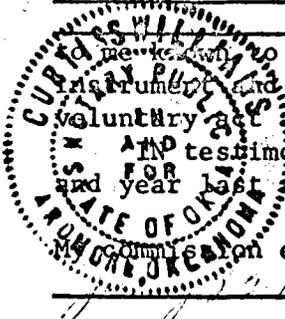
Notary Public

STATE OF OKLAHOMA)
) SS:
COUNTY OF Carter)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 28th day of July, 1965, personally appeared _____
Walter Harold Sparks and Evelyn Sparks

to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires:

Curtis Williams
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

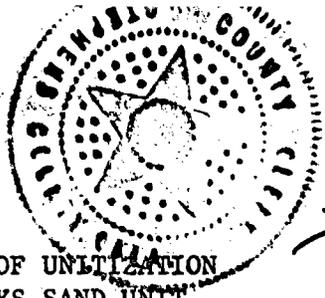
to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3404



**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 14 AM '65
BOOK 922 PAGE 105
EITHER BY INSTRUMENT OR BY
BY R. K. RAVERS DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<u>M. J. Davis</u>	<u>July 17, 1965</u>	<u>William Spears</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

5
✓
✓

106



STATE OF Texas)
COUNTY OF Lubbock) SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this 17 day of July, 1965, personally appeared William S. Spears, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

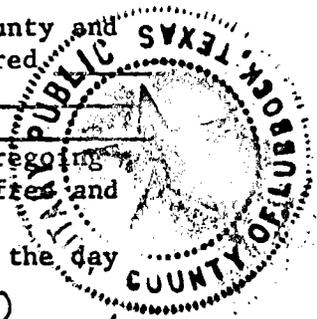
Notary Public

STATE OF Texas)
COUNTY OF Lubbock) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 17 day of July, 1965, personally appeared William S. Spears to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.



My commission expires:

Idell Westbrook
Notary Public

June 1 1967

STATE OF _____)
COUNTY OF _____) SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

16-3405



**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

1107
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 14 AM '65
BOOK 992 PAGE 107
BY *R. R. R. DEPUTY*

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>E. C. ...</i>	<u>7/21 65</u>	<i>Nellie B. Steigleder</i> <u>(Nellie B. Steigleder)</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF _____)
)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
)
COUNTY OF Stephens)

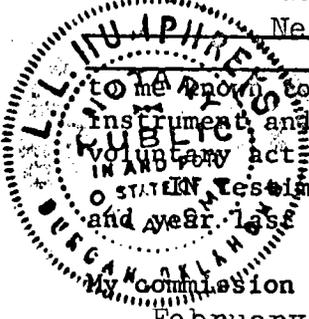
SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 2nd day of July, 1965, personally appeared _____
Nellie B. Steigleder, a widow

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.



My commission expires:

February 2nd 1969

L.L. Humphreys
Notary Public (L.L. Humphreys).

STATE OF _____)
)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

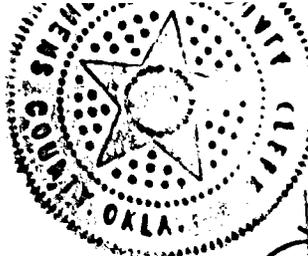
IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

209

16-3406



109
STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 10 10 14 AM '05
BOOK 922 PAGE 109
BY R. GREEN DEPUTY
CLERK

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
	7/20/05	
_____	_____	_____
_____	_____	_____

110

STATE OF _____)
)
COUNTY OF _____)

SS:

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Kansas)
)
COUNTY OF Saline)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 24th day of June, 1965, personally appeared _____
Carl G. Hickman and James W. Hickman

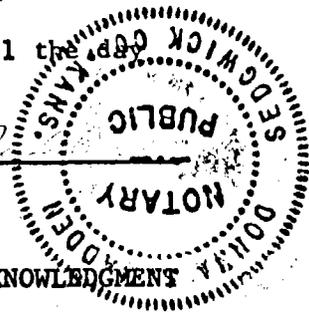
to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that Carl G. Hickman executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

February 11, 1968

James S. [Signature]
Notary Public



STATE OF _____)
)
COUNTY OF _____)

SS:

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

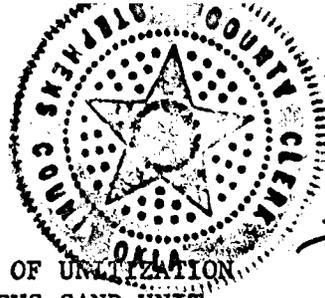
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

206

16-3407



RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 15 AM '05
BOOK 922 PAGE 111
ETHEL S. GARDNER, CLERK
BY R. K. WATSON, DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	7/2/05	<u>Ruby A. Watson</u>
_____	7/2/05	<u>Jan. G. Watson</u>
_____	_____	_____
_____	_____	_____

16-3408

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
Sep 1 10 15 AM '65
BOOK 922 PAGE 113
ETHEL B. JOHNSON, CO. CLK.
BY *Phyllis* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

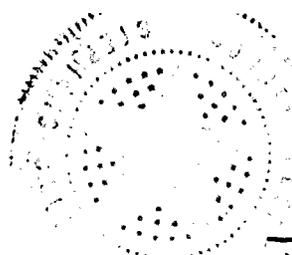
This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>Carmin Skousen</i>	<u>7-17-65</u>	<i>Phyllis Cosma Remine Williams</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

10

16-3409



115

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 15 AM '65
BOOK 992 PAGE 115
ETHEREAL RECORDING CO. CLK.
BY *R. K. ...* DEPUTY

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

Charles L. Willis 8-4-65
Edward Willis 8/4/65

Wanda Ann Woodruff
Eugene S. Woodruff

5
115

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Texas)
) SS:
COUNTY OF HARRIS)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 4th day of August, 1965, personally appeared _____
Wanda Ann Woodruff

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that she executed the same as A free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public Hermit V Lewis

STATE OF Texas)
) SS:
COUNTY OF HARRIS)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 4th day of August, 1965, personally appeared _____
Foyers S Woodruff

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as A free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public Hermit V Lewis

206

16-3410



117

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 15 AM '65

BOOK 922 PAGE 117
- ETHERIDGE, J. M., CO. CLERK.
BY *[Signature]* DEPUTY

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>Jane W. Brady</i>	6-21-65	<i>[Signature]</i>
<i>Jane W. Brady</i>	6-21-65	<i>[Signature], Husband</i>
_____	_____	_____
_____	_____	_____

100

16-3411



119

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED
SEP 1 10 15 AM '05
BOOK 922 PAGE 119
ETHEL M. ... CLK.
BY *H. P. ...* DEPUTY

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
<i>Jeanne R. Brady</i>	<u>8-9-65</u>	<i>Alvin L. Young</i>
_____	_____	_____
_____	_____	_____
_____	_____	_____

120

STATE OF Oklahoma)
) SS:
COUNTY OF Oklahoma)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this 9th day of August, 19 65, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Oklahoma)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 9th day of August, 19 65, personally appeared _____
---Stanton L. Young---

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
Jan. 28, 1967

Irene P. Deady
Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

556

16-3412



121

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

SEP 1 10 15 AM '65
BOOK 922 PAGE 121
ETHEL B. HARRIS, CO. CLK.
BY *R. Queen* DEPUTY

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	7-16-65	<i>Walter Victor Spears</i>
_____	_____	<i>S. L. Spears</i>
_____	_____	<i>Marie Spears</i>
_____	_____	_____

STATE OF _____)
) SS:
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

Before me, a Notary Public in and for said County and State, on this ____ day of _____, 19____, personally appeared _____, to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF Oklahoma)
) SS:
COUNTY OF Pontotoc)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this 16th day of July, 19 65, personally appeared _____
Walter Porter Spears, Sid S. Spears and Marie Spears

to me known to be the identical person s who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:
August 2, 1967

Jay Wilcox

Notary Public

STATE OF _____)
) SS:
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this ____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

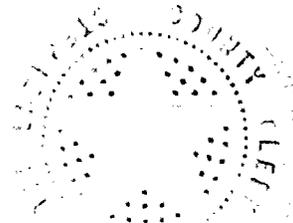
IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

200

16-3413



123

STATE OF OKLAHOMA
STEPHENS COUNTY
RECORDED OR FILED

SEP 1 10 15 AM '65

BOOK 92-183
ETHEL T. COOK, CLK.
BY *[Signature]* DEPUTY

**RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST	DATE SIGNED	SIGNATURE OF ROYALTY OWNER
_____	<u>6-25-65</u>	<u><i>Robert Glenn Spears</i></u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATE OF Colorado
COUNTY OF El Paso

CORPORATION ACKNOWLEDGMENT

SS:

Before me, a Notary Public in and for said County and State, on this 25 day of June, 1965, personally appeared Robert Glenn Egears to me known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

GIVEN under my hand and seal the day and year last above written.

My commission expires:

May 18, 1969

[Signature]
Notary Public

STATE OF _____
COUNTY OF _____

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

STATE OF _____
COUNTY OF _____

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

RATIFICATION OF PLAN OF UNITIZATION
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, the undersigned hereby acknowledges receipt of a full, true and correct counterpart copy of that certain instrument entitled "Plan of Unitization for Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma", which said Plan relates to the unitized management, operation and further development of the Unconformity-Humphreys Sand Formation underlying certain lands therein described in Township 1 South, Range 5 West, Stephens County, Oklahoma; and

WHEREAS, Exhibits "A" and "B" attached to and made a part of said Plan of Unitization identify those Separately Owned Tracts of land which, when taken together, will comprise the Unit Area of said Unit when said Plan of Unitization is duly approved by the Corporation Commission of the State of Oklahoma; and

WHEREAS, the undersigned represent that they own and hold certain royalty interests in and under one or more of said several Separately Owned Tracts within the Unit Area of said Unit; and

WHEREAS, the undersigned, being familiar with the contents of said Plan of Unitization, desire to ratify, approve and confirm all of the terms, provisions and conditions thereof;

NOW, THEREFORE, each of the undersigned, after having read and being familiar with the Plan of Unitization for the Unconformity-Humphreys Sand Unit, Stephens County, Oklahoma, does hereby ratify, approve and confirm all of the terms, provisions and conditions of said Plan of Unitization, all to the same extent and with the same force and effect as if the undersigned had signed the original or counterpart copy of said Plan of Unitization.

This ratification shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

IN WITNESS WHEREOF, each of the undersigned has executed this instrument on the date set forth below opposite his or its signature.

WITNESS OR ATTEST

DATE SIGNED

SIGNATURE OF ROYALTY OWNER

X *Jean Seeds*
James D. Seeds

STATE OF _____)
COUNTY OF _____)

CORPORATION ACKNOWLEDGMENT

SS:

Before me, a Notary Public in and for said County and State, on this _____ day of _____, 19____, personally appeared _____, to be known to be the identical person who subscribed the name of _____ to the foregoing instrument as its _____ President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

IN WITNESS whereof, I have hereunto set my hand and seal the day and year last above written.

My commission expires:

Notary Public

STATE OF California)
COUNTY OF Orange)

INDIVIDUAL ACKNOWLEDGMENT

SS:

Before me, the undersigned, a Notary Public, within and for said County and State, on this 16th day of October, 19 65, personally appeared Jean Seeds and James D. Seeds

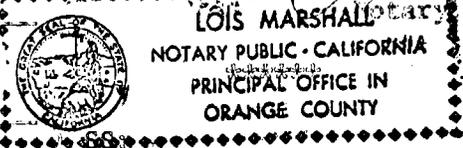
to me known to be the identical person s, who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires: _____
My Commission Expires April 27, 1969

Lois Marshall

Notary Public



LOIS MARSHALL

STATE OF _____)
COUNTY OF _____)

INDIVIDUAL ACKNOWLEDGMENT

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 19____, personally appeared _____

to me known to be the identical person _____ who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN testimony whereof, I have hereunto set my hand and official seal the day and year last above written.

My commission expires:

Notary Public

INTEREST OWNERS
UNCONFORMITY-HUMPHREYS SAND UNIT
STEPHENS COUNTY, OKLAHOMA

WORKING INTEREST OWNERS

- * Skelly Oil Company
P. O. Box 1650
Tulsa, Oklahoma
- * Gulf Oil Corp.
600 Oklahoma Mortgage Bldg.
Oklahoma City, Okla.

ROYALTY INTEREST OWNERS

- * Ardie Oil & Gas Co.
2614 First Nat'l Bank Bldg.
Oklahoma City, Okla.
- Velma McKelvain Barnes
P. O. Box 224
Velma, Okla.
- * Willard Bozett
P. O. Box 5168 - Terminal Sta.
Denver, Colorado
- * James M. Bullard
8514 Waverly Drive
Oklahoma City, Okla.
- * Moryne Craythorne
1104 No. 10th Street
Duncan, Okla.
- Olga Cullum
4636 Beverly Drive
Dallas, Texas 75209
- * Mary Ann Davis
P. O. Box 5364
Longview, Texas 75605
- Mrs. Patsy A. McCarley
3629 Thornton Pl.
Sarasota, Florida 33580
- Mrs. Georgya L. Irwin
9818 Rosewood Drive
Shawnee Mission, Kansas
- * Guy H. Doak
420 N.W. 49th Street
Oklahoma City, Okla.
- * Jack L. Doak
c/o First Nat'l Bank of Yukon
Box 233
Yukon, Okla.
- * James T. Doak
c/o Wells Fargo Bank
1172 A Street
Hayward, California
- * Mary Katherine Dyer
31 N.E. 64th Street
Oklahoma City, Okla.
- * Asa Elliott
c/o Ted Elliott
P. O. Box 549
Duncan, Okla.

ROYALTY INTEREST OWNERS (Cont'd)

- * Maud Ford, Executrix of
Estate of Will H. Ford
1101 Beach Ave.
Duncan, Okla.
- * Maud Ford
1101 Beach Ave.
Duncan, Okla.
- * Claud L. Frensley
300 Massell Building
1365 Peachtree Street, N.E.
Atlanta, Georgia
- * Earl A. Frensley
Box 1124
Duncan, Okla.
- Hazel Frensley, Administratrix of
Estate of William A. Frensley
Route 2
Duncan, Okla.
- * Jim J. Frensley
Box 488
Duncan, Okla.
- * Mattie Frensley
409 No. 8th St.
Duncan, Okla.
- * Robert W. Frensley
P. O. Box 542
Wichita, Kansas
- * Nolan J. Fuqua
14 North 9th St.
Duncan, Okla.
- Leona Gatlin
907 No. Ridge Drive
Duncan, Okla.
- * Genevia Godwin
Route No. 1
Bonita, Texas
- * William J. Goldston, Trustee
1405 1st City Nat'l Bank Bldg.
Houston, Texas
- Linda Ethel Greenwell
1123 First Ave.
Safford, Arizona
- * H. L. Guild
P. O. Box 9835
Oklahoma City, Okla.
- * Laura Elece Harris
1309 No. Queen St.
Palestine, Texas
- * Guy O. Henderson
706 Main Street
Duncan, Okla.
- * Guy O. Henderson, Jr.
c/o Henderson Furniture Co.
Duncan, Okla.

ROYALTY INTEREST OWNERS (Cont'd)

- * Truby E. Henderson
115 South 8th Street
Duncan, Okla.
- * Pauline Holden
Box 242 C, Route #4
Duncan, Okla.
- * Lou Ann Hoover
P. O. Box 824
Ada, Okla.
- John Murray Houston
3908 No. Harvey Parkway
Oklahoma City, Okla.
- * Vivian Doak Houston
3908 No. Harvey Parkway
Oklahoma City, Okla.
- * L. L. Humphreys
c/o Security Nat'l Bank
Duncan, Okla.
- * The L. L. Humphreys Trust
Box 431
Duncan, Okla.
- * Judith Jones Dobbins
2612 First National Bldg.
Oklahoma City, Okla.
- * Betty Jo Kofmehl
1403 No. 11th Street
Duncan, Okla.
- * Margaret Fay Spears Kristjanson
8090 Greenridge Drive - Apt. 67
Oakland, California 94605
- * Nancy E. Lake
P. O. Box 179
Tyler, Texas
- * P. G. Lake, Inc.
P. O. Box 179
Tyler, Texas
- Billie Nell Loos and Millye Jean
Howell, Co-Executrices of
Bobbie Lee Freed Estate
6710 N.W. Grand Blvd.
Oklahoma City, Okla.
- * McAlester Fuel Company
McAlester Building
Magnolia, Arkansas
- Ann Y. McKinley
2180 Orlando Road
San Marino, California
- * Cecil March
903 Spruce
Duncan, Okla.
- * Larry Don March
903 Spruce
Duncan, Okla.
- * R. L. March, III
1411 Aspen
Duncan, Okla.
- * Sue Miller
1809 North Villa
Oklahoma City, Okla.
- * Earlyne Mosier
Box 883
Duncan, Okla.
- * Nora J. Murray
407 Kleen
Dumas, Texas
- Oklahoma National Bank for
Account of J. W. Romine
Duncan, Okla.
- * Mrs. E. J. O'Connor
2629 N.W. 24th Street
Oklahoma City, Okla.
- Manilla M. Powers
Box 248
Duncan, Okla.
- * Hettie C. Ranglely
P. O. Box 709
Duncan, Okla.
- * Hardy Cleve Romine
P. O. Box 191
Clifton, Arizona
- * Johny William Romine
Box 128
Morenci, Arizona
- H. L. Romine
4246 Commercial Ave.
San Antonio, Texas
- Jack Sain
Box 805
Crestline, California
- Jean Seeds
7650 El Cerro Drive
Buena Park, California
- * Skelly Oil Company
P. O. Box 1650
Tulsa, Okla. 74102
- D. O. Sledge
1015 Cedar
Duncan, Okla.
- Harry G. Sledge
609 No. 12th Street
Duncan, Okla.
- Olen D. Sledge
Box 505
Duncan, Okla.
- * James W. Spears
Box 614
Lubbock, Texas

ROYALTY INTEREST OWNERS (Cont'd)

- * Evelyn Spears
907 Ash Street
Ardmore, Okla.
- * Phillip E. Spears
P. O. Box 771
Ada, Okla.
- * Randall Spears
P. O. Box 563
Ardmore, Okla.
- * Robert Glenn Spears
P. O. Box 474
Colorado Springs, Colorado
- * Sid S. Spears
P. O. Box 1282
Ada, Okla.
- * Walter Harrell Spears
Box 614
Lubbock, Texas
- * Walter Porter Spears
P. O. Box 1282
Ada, Okla.
- * William S. Spears
P. O. Box 614
Lubbock, Texas
- * James W. Spears & Berneice Spears
Trustees of J. W. Spears Children Trust
For Benefit of Robert F. Spears
Box 614
Lubbock, Texas
- * Walter Harrell Spears, Trustee of
Dona Spears for use and benefit of
Mrs. Evelyn Spears and children of
Walter Harrell Spears
907 Ash
Ardmore, Okla.
- * Nellie B. Steigleder
Box 244
Duncan, Okla.
- * Carol Young Vickers
346 North Belmont
Wichita, Kansas
- * Pat A. Watson
605 No. 4th Street
Marlow, Okla.
- Jerry D. Whitten
1312 Highland Way
Duncan, Okla. 73533
- * Patsy Cosma Romine Williams
P. O. Box 423
Alpine, Arizona
- Penny Houston Wilson
2400 Hampstead Lane
Wichita Falls, Texas
- * Wanda Ann Woodruff
7445 Cabot
Houston, Texas
- * E. M. Young
1805 First Nat'l Bldg.
Oklahoma City, Okla.
- * Stanton L. Young
1813 First Nat'l Bldg.
Oklahoma City, Okla.
- * Robert Wiley Frensley
409 No. 8th Street
Duncan, Okla.

* Have executed Unit Agreement.