

P.O. Box 50820 Midland, Texas 79710 Phone (432) 684-9696

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8/22/2016

Amendment of Overriding Royalty - Red Light 27-34 State Com #2H Re:

W/2, Sec. 27 - T23S - R26E & NW/4, Sec. 34 - T23S - R26E

SHL: 150' FNL & 990' FWL, or a legal location in Section 27 (Unit D) BHL: 2400' FNL & 990 FWL, or a legal location in Section 34 (Unit E)

Eddy County, New Mexico

Dear Overriding Royalty Owner:

BC Operating, LLC ("BC"), as Operator, proposes to drill the Red Light 27-34 State Com #2H well as a horizontal well at the above-captioned location to a TVD of approximately 9,500° and a MD of 16,500' to test the Wolfcamp formation ("Operation"). BC hereby requests to pool your overriding royalty interest with other lands situated in the Red Light 27-34 State Com #2H proration unit. Please execute the enclosed Amendment of Overriding Royalty and return it to me at the P.O. Box listed above. Please call if you have any questions.

Sincerely,

BC Operating/Inc.

non Murph

Senior Landman

(432) 684-9696

hmurphy@bcoperating.com

Enclosures: Amendment