

(b) If any amendment of this Agreement and/or the Unit Operating Agreement has the effect of reducing any Working Interest Owner's participation in the production of Unitized Substances or increasing such Working Interest Owner's share of Unit Expense, such Working Interest Owner shall not be deemed to have hereby approved the amended agreements without the necessity of further approval in writing by said Working Interest Owner.

Executed as of the day and year first above written.

THOMPSON PETROLEUM CORPORATION

By: J. C. Thompson
J. Christy Thompson, Vice-President

Date of execution 12-9-08

STATE OF Texas

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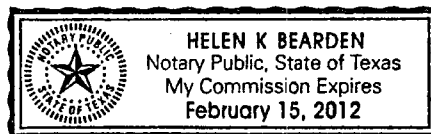
COUNTY OF Dallas

Acknowledgment in an Individual Capacity

This instrument was acknowledged before me on 12-9-08
Date

By J. Christy Thompson

NAME(S) OF PERSON(S)



SEAL

SIGNATURE OF NOTARIAL OFFICER

Helen K. Bearden

My commission expires 2-15-12

Oil Conservation Division

Case No. 11-A

Exhibit No. 11-A