

**PAUL BACA PROFESSIONAL COURT REPORTERS**

# **OIL CONSERVATION DIVISION**

## **EXHIBIT 12**

Agreement to comply with all of its financial obligations provided herein shall be a material default.

Article 23  
SUCCESSORS AND ASSIGNS

23.1 Successors and Assigns. The provisions hereof shall be covenants running with lands, leases, and interests covered hereby, and shall be binding upon and inure to the benefit of the respective heirs, devisees, legal representatives, successors, and assigns of the parties hereto.

IN WITNESS WHEREOF, The parties hereto have executed this agreement on the dates opposite their respective signatures.

UNIT OPERATOR:

ENERVEST OPERATING LLC

By: [Signature]  
Name: Stephen McDaniel  
Title: VP

WORKING INTEREST OWNERS:

AUVENSHINE'S CHILDREN'S TESTAMENTARY TRUST

By: \_\_\_\_\_  
CATHIE CONE McCOWN, TRUSTEE

By: [Signature]  
RANDY LEE CONE

By: \_\_\_\_\_  
KENNETH G. CONE

By: \_\_\_\_\_  
SHANNON EMMONS

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by Cathie Cone McCown, as Trustee of the Auvenshine's Children's Testamentary Trust, on behalf of said trust.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF OKLAHOMA  
COUNTY OF DELAWARE

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This instrument was acknowledged before me this 11<sup>th</sup> day of NOV, 2008, by ~~Randy Lee Cone~~ Tom Cone

Joe Ray 3-20-2012  
Notary Public for the  
State of OKLAHOMA #08003312

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by Kenneth G. Cone.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by Shannon Emmons.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

Agreement to comply with all of its financial obligations provided herein shall be a material default.

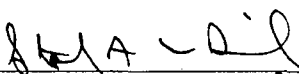
Article 23  
SUCCESSORS AND ASSIGNS

23.1 Successors and Assigns. The provisions hereof shall be covenants running with lands, leases, and interests covered hereby, and shall be binding upon and inure to the benefit of the respective heirs, devisees, legal representatives, successors, and assigns of the parties hereto.

IN WITNESS WHEREOF, The parties hereto have executed this agreement on the dates opposite their respective signatures.

UNIT OPERATOR:

ENERVEST OPERATING LLC

By:   
Name: Stephen McDaniel  
Title: VP

WORKING INTEREST OWNERS:

AUVENSHINE'S CHILDREN'S TESTAMENTARY TRUST

By: \_\_\_\_\_  
CATHIE CONE McCOWN, TRUSTEE

By: \_\_\_\_\_  
RANDY LEE CONE

By: \_\_\_\_\_  
KENNETH G. CONE

By: \_\_\_\_\_  
SHANNON EMMONS

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by \_\_\_\_\_, the Trustee of the Sam Lett Testamentary Trust, on behalf of said Trust.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by \_\_\_\_\_, the \_\_\_\_\_ of Thompson Petroleum Corporation, a \_\_\_\_\_ corporation, on behalf of said corporation.

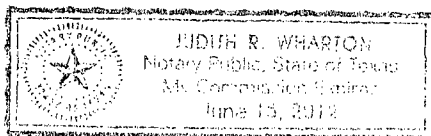
\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF Texas  
COUNTY OF Harris

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This instrument was acknowledged before me this 9th day of October, 2008, by Stephen A. McDaniel, the Sr. VP & GM of EnerVest Management GP, LLC a Texas corporation, on behalf of said corporation.

Judith R. Wharton  
Notary Public for the  
State of Texas



THOMPSON PETROLEUM CORPORATION

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

ENERVEST ENERGY INSTITUTIONAL FUND X1-A,  
L.P.

By: Stephen A. McDaniel  
Name: Stephen McDaniel  
Title: Sr. VP & GM - Western Division

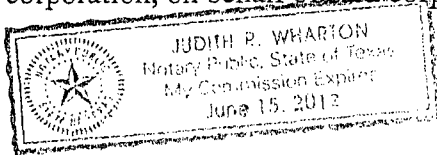
ENERVEST ENERGY INSTITUTIONAL FUND X1-WI,  
L.P.

By: Stephen A. McDaniel  
Name: Stephen McDaniel  
Title: Sr. VP & GM - Western Division

STATE OF Texas  
COUNTY OF Harris

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This instrument was acknowledged before me this 9th day of October, 2008, by Stephen A. McDaniel, the Sr. VP & GM of EnerVest Management G.P.L.C. a Texas corporation, on behalf of said corporation.

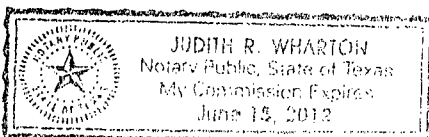


Judith R. Wharton  
Notary Public for the  
State of Texas

STATE OF Texas  
COUNTY OF Harris

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This instrument was acknowledged before me this 9th day of October, 2008, by Stephen A. McDaniel, the Sr. VP & GM of EnerVest Management G.P.L.C. a Texas corporation, on behalf of said corporation.



Judith R. Wharton  
Notary Public for the  
State of Texas

By: \_\_\_\_\_  
FLORENCE MARTHA DOOLEY ESTATE

I & L DEVELOPMENT CO.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

KATHLEEN CONE TRUST FBO T. CONE CHILDREN  
TRUST, BANK OF AMERICA, N.A., TRUSTEE

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

KATHLEEN CONE TRUST FBO K. CONE CHILDREN  
TRUST

By: \_\_\_\_\_  
KENNETH G. CONE, TRUSTEE

By: \_\_\_\_\_  
THOMAS W. LETT

By:  \_\_\_\_\_  
GRETCHEN NEARBURG

SAM LETT TESTAMENTARY TRUST

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by Kenneth G. Cone, Trustee of the Kathleen Cone Trust fbo K. Cone Children, on behalf of said Trust.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

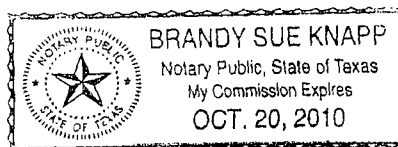
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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by Thomas W. Lett.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF TEXAS  
COUNTY OF TRAVIS

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This instrument was acknowledged before me this 23 day of OCTOBER, 2008, by Gretchen Nearburg.

Brandy Sue Knapp  
Notary Public for the

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by \_\_\_\_\_, the \_\_\_\_\_ of Bank of America, N.A., the Trustee of the Kathleen Cone Trust fbo T. Cone Children, on behalf of said Trust.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_



THOMPSON PETROLEUM CORPORATION

By: James Cleo Thompson Jr  
Name: \_\_\_\_\_  
Title: James Cleo Thompson, Jr., President

ENERVEST ENERGY INSTITUTIONAL FUND X1-A,  
L.P.

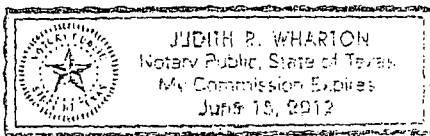
By: Step A - Oil  
Name: Stephen McDaniel  
Title: Sr. VP & GM - Western Division

ENERVEST ENERGY INSTITUTIONAL FUND X1-WI,  
L.P.

By: Step A - Oil  
Name: Stephen McDaniel  
Title: Sr. VP & GM - Western Division

STATE OF Texas §  
COUNTY OF Harris §

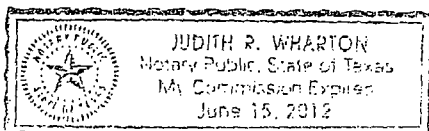
This instrument was acknowledged before me this 9th day of October, 2008, by Stephen A. McDaniel, the Sr. VP & GM of EnerVest Management GP, L.P. a Texas corporation, on behalf of said corporation.



Judith R. Wharton  
Notary Public for the  
State of Texas

STATE OF Texas §  
COUNTY OF Harris §

This instrument was acknowledged before me this 9th day of October, 2008, by Stephen A. McDaniel, the Sr. VP & GM of EnerVest Management GP, L.P. a Texas corporation, on behalf of said corporation.



Judith R. Wharton  
Notary Public for the  
State of Texas

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

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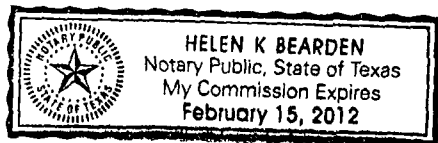
This instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2008, by \_\_\_\_\_, the Trustee of the Sam Lett Testamentary Trust, on behalf of said Trust.

\_\_\_\_\_  
Notary Public for the  
State of \_\_\_\_\_

STATE OF Texas  
COUNTY OF Dallas

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This instrument was acknowledged before me this 20<sup>th</sup> day of October, 2008, by James Cleo Thompson, Jr. the President of Thompson Petroleum Corporation, a Texas corporation, on behalf of said corporation.



Helen K. Bearden  
Notary Public for the  
State of Texas

STATE OF Texas  
COUNTY OF Harris

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This instrument was acknowledged before me this 9<sup>th</sup> day of October, 2008, by Stephen A. McDaniel the Sr. Vice President of EnerVest Management GP, LLC a Texas corporation, on behalf of said corporation.  
LLC LLC

Judith R. Wharton  
Notary Public for the  
State of Texas

