



Form must be Typed  
Form must be Signed  
All blanks must be Filled

# REQUEST FOR CHANGE OF OPERATOR TRANSFER OF INJECTION OR SURFACE PIT PERMIT

Form KSONA-1, Certification of Compliance with the Kansas Surface Owner Notification Act,  
MUST be submitted with this form.

Check Applicable Boxes:

- Oil Lease: No. of Oil Wells \_\_\_\_\_ \*\*
- Gas Lease: No. of Gas Wells \_\_\_\_\_ \*\*
- Gas Gathering System: \_\_\_\_\_
- Saltwater Disposal Well - Permit No.: \_\_\_\_\_  
Spot Location: \_\_\_\_\_ feet from  N /  S Line  
\_\_\_\_\_ feet from  E /  W Line
- Enhanced Recovery Project Permit No.: \_\_\_\_\_  
Entire Project:  Yes  No  
Number of Injection Wells \_\_\_\_\_ \*\*

Field Name: \_\_\_\_\_

**\*\* Side Two Must Be Completed.**

Effective Date of Transfer: \_\_\_\_\_

KS Dept of Revenue Lease No.: \_\_\_\_\_

Lease Name: \_\_\_\_\_

\_\_\_\_\_ Sec. \_\_\_\_\_ Twp. \_\_\_\_\_ R.  E  W

Legal Description of Lease: \_\_\_\_\_

County: \_\_\_\_\_

Production Zone(s): \_\_\_\_\_

Injection Zone(s): \_\_\_\_\_

Surface Pit Permit No.: \_\_\_\_\_  
(API No. if Drill Pit, WO or Haul)

\_\_\_\_\_ feet from  N /  S Line of Section

\_\_\_\_\_ feet from  E /  W Line of Section

Type of Pit:  Emergency  Burn  Settling  Haul-Off  Workover  Drilling

Past Operator's License No. \_\_\_\_\_

Contact Person: \_\_\_\_\_

Past Operator's Name & Address: \_\_\_\_\_

Phone: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

New Operator's License No. \_\_\_\_\_

Contact Person: \_\_\_\_\_

New Operator's Name & Address: \_\_\_\_\_

Phone: \_\_\_\_\_

Oil / Gas Purchaser: \_\_\_\_\_

Date: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

**Acknowledgment of Transfer:** The above request for transfer of injection authorization, surface pit permit # \_\_\_\_\_ has been noted, approved and duly recorded in the records of the Kansas Corporation Commission. This acknowledgment of transfer pertains to Kansas Corporation Commission records only and does not convey any ownership interest in the above injection well(s) or pit permit.

\_\_\_\_\_ is acknowledged as  
the new operator and may continue to inject fluids as authorized by

Permit No.: \_\_\_\_\_ . Recommended action: \_\_\_\_\_

Date: \_\_\_\_\_

Authorized Signature

\_\_\_\_\_ is acknowledged as  
the new operator of the above named lease containing the surface pit

permitted by No.: \_\_\_\_\_ .

Date: \_\_\_\_\_

Authorized Signature

DISTRICT \_\_\_\_\_ EPR \_\_\_\_\_ PRODUCTION \_\_\_\_\_ UIC \_\_\_\_\_





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### CERTIFICATION OF COMPLIANCE WITH THE KANSAS SURFACE OWNER NOTIFICATION ACT

*This form must be submitted with all Forms C-1 (Notice of Intent to Drill); CB-1 (Cathodic Protection Borehole Intent); T-1 (Request for Change of Operator Transfer of Injection or Surface Pit Permit); and CP-1 (Well Plugging Application). Any such form submitted without an accompanying Form KSONA-1 will be returned.*

Select the corresponding form being filed:  C-1 (Intent)  CB-1 (Cathodic Protection Borehole Intent)  T-1 (Transfer)  CP-1 (Plugging Application)

OPERATOR: License # \_\_\_\_\_  
Name: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_ + \_\_\_\_\_  
Contact Person: \_\_\_\_\_  
Phone: ( \_\_\_\_\_ ) \_\_\_\_\_ Fax: ( \_\_\_\_\_ ) \_\_\_\_\_  
Email Address: \_\_\_\_\_

Well Location:  
\_\_\_\_ - \_\_\_\_ - \_\_\_\_ - \_\_\_\_ Sec. \_\_\_\_ Twp. \_\_\_\_ S. R. \_\_\_\_  East  West  
County: \_\_\_\_\_  
Lease Name: \_\_\_\_\_ Well #: \_\_\_\_\_

*If filing a Form T-1 for multiple wells on a lease, enter the legal description of the lease below:*

**Surface Owner Information:**

Name: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_ + \_\_\_\_\_

*When filing a Form T-1 involving multiple surface owners, attach an additional sheet listing all of the information to the left for each surface owner. Surface owner information can be found in the records of the register of deeds for the county, and in the real estate property tax records of the county treasurer.*

*If this form is being submitted with a Form C-1 (Intent) or CB-1 (Cathodic Protection Borehole Intent), you must supply the surface owners and the KCC with a plat showing the predicted locations of lease roads, tank batteries, pipelines, and electrical lines. The locations shown on the plat are preliminary non-binding estimates. The locations may be entered on the Form C-1 plat, Form CB-1 plat, or a separate plat may be submitted.*

**Select one of the following:**

- I certify that, pursuant to the Kansas Surface Owner Notice Act (House Bill 2032), I have provided the following to the surface owner(s) of the land upon which the subject well is or will be located: 1) a copy of the Form C-1, Form CB-1, Form T-1, or Form CP-1 that I am filing in connection with this form; 2) if the form being filed is a Form C-1 or Form CB-1, the plat(s) required by this form; and 3) my operator name, address, phone number, fax, and email address.
- I have not provided this information to the surface owner(s). I acknowledge that, because I have not provided this information, the KCC will be required to send this information to the surface owner(s). To mitigate the additional cost of the KCC performing this task, I acknowledge that I must provide the name and address of the surface owner by filling out the top section of this form and that I am being charged a \$30.00 handling fee, payable to the KCC, which is enclosed with this form.

*If choosing the second option, submit payment of the \$30.00 handling fee with this form. If the fee is not received with this form, the KSONA-1 form and the associated Form C-1, Form CB-1, Form T-1, or Form CP-1 will be returned.*

I hereby certify that the statements made herein are true and correct to the best of my knowledge and belief.

Date: \_\_\_\_\_ Signature of Operator or Agent: \_\_\_\_\_ Title: \_\_\_\_\_

**Additional Surface Owners:**

HOFFMANN, CARL W JR  
PO BOX 304  
EASTLAND, TX 76448

The entire lease assignment can be found as an attachment to the T-1 for the Albert 2 Unit lease, Section 14, Township 33S, Range 37W, Stevens County, Kansas.



Prepared By: Warren J. Ludlow, XTO Energy Inc-  
Vice President & Assoc. General Counsel

After Recording Return To:  
LINN Energy Holdings, LLC  
Attn: General Counsel  
600 Travis Street, Suite 5100  
Houston, Texas 77002

STATE OF KANSAS SS  
COUNTY OF STEVENS  
This instrument was filed for record on the 26<sup>th</sup>  
day of August A.D. 20 14  
at 4:00 o'clock P. M. and duly recorded in  
Book 294 on page 148 Fee \$ 744.00  
Uhea A Schmittke, Deputy  
Register of Deeds  
Book 294 Page 148

**ASSIGNMENT, BILL OF SALE AND CONVEYANCE**

THE STATE OF KANSAS           §  
  §  
COUNTY OF STEVENS         §

This Assignment, Bill of Sale and Conveyance (this “**Assignment**”) is from XTO Energy Inc., a Delaware corporation; ExxonMobil Oil Corporation, a New York Corporation, in care of XTO Energy Inc.; Mobil E&P U.S. Development Corporation, a Delaware corporation, in care of XTO Energy Inc.; and Exxon Mobil Corporation, a New Jersey corporation, in care of XTO Energy Inc., with a mailing address of 810 Houston Street, Fort Worth, Texas 76102 (each an “**Assignor**” and, collectively, “**Assignors**”) to LINN Energy Holdings, LLC and Berry Petroleum Company, LLC d/b/a Berry Oil Company (each an “**Assignee**” and, collectively, “**Assignees**”) in the proportions hereinafter specified, and effective as of 7:00 a.m. local time where the Assets are located on June 1, 2014 (the “**Effective Time**”).

**RECITALS**

WHEREAS, reference is made to that certain Exchange Agreement, dated May 20, 2014 and effective as of June 1, 2014 (the “**Exchange Agreement**”), by and among LINN Energy Holdings, LLC, a Delaware limited liability company (“**LINN Holdings**”), Berry Petroleum Company, LLC, a Delaware limited liability company d/b/a Berry Oil Company (together with LINN Holdings, “**LINN**”), XTO Energy Inc., a Delaware corporation (“**XTO Energy**”), ExxonMobil Oil Corporation, a New York corporation (“**EMOC**”), Mobil E&P U.S. Development Corporation, a Delaware corporation (“**MEPDC**”), and Exxon Mobil Corporation, a New Jersey corporation (“**ExxonMobil**,” and collectively with XTO Energy, EMOC and MEPDC, “**XTO**”);

WHEREAS, subject to the terms and conditions of the Exchange Agreement, Assignor and Assignees desire that Assignor sell, assign, transfer and convey to Assignees and that Assignees purchase and receive from Assignor, the Assets (as defined below) in the proportions hereinafter specified; and

WHEREAS, the parties acknowledge and agree that the transactions contemplated by this Assignment are integral to the transactions contemplated by the Exchange Agreement and that the execution of this Assignment on the terms and conditions set forth herein is a condition to the parties’ obligations to effect the closing of the Exchange Agreement;

## TRANSITION SERVICES AND SEPARATION AGREEMENT

THIS TRANSITION SERVICES AND SEPARATION AGREEMENT (this “**Agreement**”), dated February 28, 2017, is made by and between Linn Operating, Inc., a Delaware corporation (“**LOI**”), Linn Midstream, LLC, a Delaware limited liability company (“**LM**”), Linn Energy, LLC, a Delaware limited liability company (“**Linn Energy**”), LinnCo, LLC, a Delaware limited liability company (“**LC**”), Linn Energy Finance Corp., a Delaware corporation (“**LEF**”), Linn Energy Holdings, LLC, a Delaware limited liability company (“**LEH**”), Linn Exploration & Production Michigan LLC, a Delaware limited liability company (“**LE&PM**”), Linn Exploration Midcontinent, LLC, a Delaware limited liability company (“**LEM**”), Linn Midwest Energy LLC, a Delaware limited liability company (“**LME**”), Mid-Continent I, LLC, a Delaware limited liability company (“**MC-I**”), Mid-Continent II, LLC, a Delaware limited liability company (“**MC-II**”), Mid-Continent Holdings I, LLC, a Delaware limited liability company (“**MCH-I**”), Mid-Continent Holdings II, LLC, a Delaware limited liability company (“**MCH-II**”) (LOI, LM, Linn Energy, LC, LEF, LEH, LE&PM, LEM, LME, MC-I, MC-II, MCH-I and MCH-II are referred to in this Agreement collectively as “**LINN**”; provided, however, that with respect to particular uses of the term in this Agreement, “**LINN**” shall mean each, any or all of LOI, LM, Linn Energy, LC, LEF, LEH, LE&PM, LEM, LME, MC-I, MC-II, MCH-I and MCH-II as applicable to the context of such use), and Berry Petroleum Company, LLC, a Delaware limited liability company (“**Berry**”). Each of LINN and Berry is referred to in this Agreement individually as a “**Party**,” and LINN and Berry are referred to in this Agreement collectively as the “**Parties**.” Capitalized terms used in this Agreement shall have the respective meanings set forth in Exhibit A.

### Recitals

WHEREAS, Berry is engaged in the business of onshore oil and natural gas exploration, development, and production in the United States and owns various oil and gas properties and associated assets;

WHEREAS, on December 16, 2013, Berry completed the transactions contemplated by the merger agreement between Linn Energy, LC, and Berry pursuant to which LC acquired all of the outstanding common shares of Berry and Berry became an indirect wholly owned subsidiary of Linn Energy;

WHEREAS, all employees of Berry that were retained after completion of such transactions became employees of LOI and, along with other LINN personnel, have provided administrative, management, operating, and other services and support to Berry in accordance with an agency agreement and power of attorney;

WHEREAS, in connection with the provision of such services and support, various assets, contracts, permits, records, funds, and other rights and interests attributable or relating to Berry’s business were acquired or have been held by or in the name of LOI, and various gathering, processing, sales and similar midstream and marketing contracts related to Hydrocarbons owned by Berry have been entered into by LOI or LM;

EXHIBIT												
Leases												
KANSAS AND OKLAHOMA												
Legacy Number	Lease Number	Lessor	Lessee	Lease Date	State, County	Book	Page	Registry	Rec St	Rec County	Description	Lot(s)
						OB-4	234		KS	MORTON		
5026-4361-00	L033595000	E E MANGELS ET UX	THE ARGUS PRODUCTION COMPANY	01/17/1930	KS, MORTON COUNTY	3	77		KS	MORTON	T033S-R039W-020 NE	
5026-4362-00	L033596000	HELEN EHRHARD ET VIR	THE ARGUS PRODUCTION COMPANY	01/17/1930	KS, MORTON COUNTY	3	101		KS	MORTON	T034S-R039W-028 NW	
5026-4363-00	L033597000	JOHANNA K EHRHARDT	THE ARGUS PRODUCTION COMPANY	01/17/1930	KS, STEVENS COUNTY	MIS- 3	291		KS	STEVENS	T035S-R039W-003 S/S	
											T035S-R039W-011 NW	
5026-4364-00	L033598000	ROBERT E EARHART ET UX	REPUBLIC NATURAL GAS COMPANY	01/17/1940	KS, STEVENS COUNTY	9	634		KS	STEVENS	T034S-R039W-002 SE	
5026-4365-00	L033599000	T G HICKS ET UX	THE ARGUS PRODUCTION COMPANY	01/17/1930	KS, STEVENS COUNTY	MS 3	398		KS	STEVENS	T034S-R039W-011 SE	
											T034S-R039W-012 E	
											T034S-R039W-012 SW	
5026-4366-00	L033600000	HERMAN W HICKS ET UX	THE ARGUS PRODUCTION COMPANY	01/20/1930	KS, STEVENS COUNTY	MIS 3	396		KS	STEVENS	T034S-R038W-006 NW	
5026-4367-00	L033601000	DENNIS J O'CONNOR ET UX	REPUBLIC NATURAL GAS COMPANY	01/20/1940	KS, MORTON COUNTY	O&G 8	524		KS	MORTON	T034S-R040W-026 NE	
5026-4368-00	L033602000	RALPH L IPSON ET UX	REPUBLIC NATURAL GAS COMPANY	01/21/1940	KS, MORTON COUNTY	3	68		KS	MORTON	T033S-R039W-017 SE	
						8	509		KS	MORTON		
5026-4369-00	L033603000	LAURA T JOHNSON ET VIR	REPUBLIC NATURAL GAS COMPANY	12/23/1949	KS, MORTON COUNTY	15	24		KS	MORTON	T035S-R040W-002 SE	
5026-4370-00	L033604000	CORDAY WALKER	REPUBLIC NATURAL GAS COMPANY	01/22/1940	KS, MORTON COUNTY						T034S-R040W-026 SW	
5026-4371-00	L033605000	A E JOHNSON ET UX	CLARENCE S REITER	01/24/1930	KS, STEVENS COUNTY						T035S-R039W-013 SW	
5026-4372-00	L033606000	L C MORGAN ET VIR	THE ARGUS PRODUCTION COMPANY	01/25/1930	KS, MORTON COUNTY	3	93		KS	MORTON	T033S-R039W-006 SE	
5026-4373-00	L033607000	J P PONDER ET UX	T J LAHEY	01/25/1930	KS, STEVENS COUNTY	MIS 3	243		KS	STEVENS	T032S-R038W-010 NE	
5026-4374-00	L033608000	J P PONDER ET UX	T J LAHEY	01/25/1930	KS, STEVENS COUNTY	MISC 3	244		KS	STEVENS	T032S-R038W-010 NW	
5026-4375-00	L033609000	W E WILEY ET UX	ARGUS PRODUCTION COMPANY (THE)	01/31/1930	KS, STEVENS COUNTY	3	519		KS	STEVENS	T035S-R037W-004 NE	
5026-4376-00	L033610000	A O MANGELS ET UX	ARGUS PRODUCTION COMPANY (THE)	01/31/1930	KS, MORTON COUNTY	3	138		KS	MORTON	T033S-R039W-004 SE	
5026-4377-00	L033611000	EARL R IPSON ET AL	REPUBLIC NATURAL GAS COMPANY	02/01/1940	KS, MORTON COUNTY	8	532		KS	MORTON	T033S-R039W-007 SE	
5026-4378-00	L033612000	R E BURTON ET UX	G L HAYWARD	02/17/1930	KS, MORTON COUNTY	4	14		KS	MORTON	T033S-R040W-011 SE	
5026-4379-00	L033613000	J A CHRISTOPHER ET UX	ARGUS PRODUCTION COMPANY (THE)	03/06/1930	KS, STEVENS COUNTY	MIS 3	547		KS	STEVENS	T033S-R039W-010 NE	
5026-4380-00	L033614000	JOHN A CHRISTOPHER ET UX	ARGUS PRODUCTION COMPANY (THE)	03/06/1930	KS, STEVENS COUNTY	MISC 3	553		KS	STEVENS	T033S-R039W-011 SW	
5026-4381-00	L033615000	LEONARD H ROACH ET UX	ARGUS PRODUCTION COMPANY (THE)	04/15/1930	KS, STEVENS COUNTY	MIS J	87		KS	STEVENS	T032S-R038W-034 NE	
						J	87		KS	STEVENS		
5026-4382-00	L033616000	HENRY GARNER ET UX	THE ARGUS PRODUCTION COMPANY	04/15/1930	KS, MORTON COUNTY	OB-7	276		KS	MORTON	T033S-R039W-018 E	
5026-4383-00	L033617000	J M RATCLIFF ET UX	THE ARGUS PRODUCTION COMPANY	05/24/1930	KS, STEVENS COUNTY	4	458		KS	STEVENS	T033S-R037W-008 E	
											T033S-R037W-008 W	
5026-4384-00	L033618000	P B WAGNER ET UX	THE ARGUS PRODUCTION COMPANY	05/05/1930	KS, STEVENS COUNTY	H2	543		KS	STEVENS	T033S-R038W-017 S/SE	
5026-4385-00	L033619000	LOUIS D BARROWS ET UX	THE ARGUS PRODUCTION COMPANY	05/09/1930	KS, STEVENS COUNTY	3	428		KS	STEVENS	T034S-R038W-032 SW	
5026-4386-00	L033620000	R L SMITH ET AL	THE ARGUS PRODUCTION COMPANY	05/14/1930	KS, STEVENS COUNTY	MIS 3	432		KS	STEVENS	T034S-R039W-015 NE	
5026-4387-00	L033621000	IRIS G ELLIS ET VIR	THE ARGUS PRODUCTION COMPANY	07/01/1930	KS, STEVENS COUNTY	5	11		KS	STEVENS	T033S-R038W-012 NE	
5026-4388-00	L033622000	DAN SULLIVAN	WESTERN PRODUCTION COMPANY	07/28/1930	KS, STEVENS COUNTY	4	494		KS	STEVENS	T032S-R039W-034 NW	
5026-4389-00	L033623000	C F SHAFER ET UX	WESTERN PRODUCTION COMPANY	07/31/1930	KS, STEVENS COUNTY	3	455		KS	STEVENS	T033S-R038W-005 SW	
5026-4390-00	L033624000	WESTERN ROYALTY & DEVELOPMENT COMPANY	WESTERN PRODUCTION COMPANY	08/27/1930	KS, STEVENS COUNTY	5	42		KS	STEVENS	T032S-R038W-021 SE	
5026-4391-00	L033625000	WESTERN ROYALTY & DEVELOPMENT	WESTERN PRODUCTION COMPANY	08/27/1930	KS, STEVENS COUNTY	5	41		KS	STEVENS	T032S-R038W-026 NW	
5026-4392-00	L033626000	WESTERN ROYALTY & DEVELOPMENT	WESTERN PRODUCTION COMPANY	09/11/1930	KS, STEVENS COUNTY	5	77		KS	STEVENS	T032S-R038W-024 NE	
5026-4393-00	L033627000	WESTERN ROYALTY & DEVELOPMENT	WESTERN PRODUCTION COMPANY	09/11/1930	KS, STEVENS COUNTY	5	79		KS	STEVENS	T033S-R036W-006 NE	
5026-4394-00	L033628000	ETHEL B WEBBER ET VIR	WESTERN PRODUCTION COMPANY	09/12/1930	KS, STEVENS COUNTY	5	207		KS	STEVENS	T033S-R037W-009 NE	
											T033S-R037W-009 W/SE	
5026-4395-00	L033629000	ETHEL B WEBBER ET VIR	WESTERN PRODUCTION COMPANY	09/12/1930	KS, STEVENS COUNTY	5	208		KS	STEVENS	T032S-R038W-013 NW	
5026-4396-00	L033630000	ETHEL B WEBBER ET VIR	WESTERN PRODUCTION COMPANY	09/12/1930	KS, STEVENS COUNTY	5	209		KS	STEVENS	T032S-R036W-032 SE	
5026-4397-00	L033631000	W E RICE ET UX	REPUBLIC NATURAL GAS COMPANY	11/01/1939	KS, STEVENS COUNTY	10	60		KS	STEVENS	T032S-R037W-031 NW	
5026-4398-00	L033632000	E V BAKER ET UX	REPUBLIC NATURAL GAS COMPANY	12/11/1939	KS, STEVENS COUNTY	9	641		KS	STEVENS	T034S-R037W-011 NE	
5026-4399-00	L033633000	WILLIAM F M ELLIOTT ET UX	REPUBLIC NATURAL GAS COMPANY	10/06/1941	KS, STEVENS COUNTY	11	17		KS	STEVENS	T034S-R038W-025 NW	
5026-4400-00	L033634000	J W EDWARDS ET UX	REPUBLIC NATURAL GAS COMPANY	01/14/1943	KS, STEVENS COUNTY	11	547		KS	STEVENS	T032S-R037W-013 SE	
5026-4401-00	L033635000	SIMON WINTER ET UX	REPUBLIC NATURAL GAS COMPANY	01/12/1942	KS, STEVENS COUNTY	11	39		KS	STEVENS	T034S-R037W-003 S/NW	3
												4
5026-4402-00	L033636000	JOHN F GAUSS ET AL	REPUBLIC NATURAL GAS COMPANY	01/15/1942	KS, STEVENS COUNTY	11	71		KS	STEVENS	T034S-R037W-017 SW	



## EXHIBIT

## Leases

## KANSAS AND OKLAHOMA

Legacy Number	Lease Number	Lessor	Lessee	Lease Date	State, County	Book	Page	Registry	Rec St	Rec County	Description	Lot(s)
5026-4403-00	L033637000	G A KING	REPUBLIC NATURAL GAS COMPANY	01/15/1942	KS, STEVENS COUNTY	11	65		KS	STEVENS	T033S-R036W-031 E/NW	1
												2
5026-4404-00	L033638000	ROBERT DEWITT MEISER ET UX	REPUBLIC NATURAL GAS COMPANY	01/15/1942	KS, STEVENS COUNTY	11	91		KS	STEVENS	T033S-R037W-010 SE	
5026-4405-00	L033639000	JOHN W MCNUTT	REPUBLIC NATURAL GAS COMPANY	01/14/1942	KS, STEVENS COUNTY	11	55		KS	STEVENS	T034S-R036W-010 E/SW	
											T034S-R036W-010 E/SW/SW	
											T034S-R036W-010 N/SW/SW/SW	
											T034S-R036W-010 NW/SW	
											T034S-R036W-010 NW/SW/SW	
											T034S-R036W-010 SE/SW/SW/SW	
5026-4406-00	L033640000	HARRY ALLEN WILSON ET UX	REPUBLIC NATURAL GAS COMPANY	01/14/1942	KS, STEVENS COUNTY	11	51		KS	STEVENS	T032S-R037W-011 SE	
5026-4407-00	L033641000	CLARA P RATCLIFF	MISSOURI VALLEY GAS CORPORATION	01/22/1936	KS, STEVENS COUNTY	7	420		KS	STEVENS	T032S-R037W-015	
5026-4408-00	L033642000	ETHYLE MOORHEAD ET VIR	MISSOURI VALLEY GAS CORPORATION	01/24/1936	KS, STEVENS COUNTY	7	425		KS	STEVENS	T032S-R037W-009 NW	
											T032S-R037W-009 SW	
5026-4409-00	L033643000	MARY A CUTTER	REPUBLIC NATURAL GAS COMPANY	12/04/1942	KS, STEVENS COUNTY	11	557		KS	STEVENS	T034S-R037W-027 NW	
5026-4410-00	L033644000	HOMER S BRUCE	MISSOURI VALLEY GAS CORPORATION	01/25/1936	KS, STEVENS COUNTY	7	424		KS	STEVENS	T032S-R038W-021 NW	
5026-4411-00	L033645000	A D ASHER ET UX	MISSOURI VALLEY GAS CORPORATION	02/05/1936	KS, STEVENS COUNTY	7	426		KS	STEVENS	T035S-R038W-012 NW	
5026-4412-00	L033646000	FRED H KNIER ET UX	REPUBLIC NATURAL GAS COMPANY	12/05/1942	KS, STEVENS COUNTY	11	338		KS	STEVENS	T034S-R037W-034 NE	
5026-4413-00	L033647000	HELEN PARSLEY ET VIR	MISSOURI VALLEY GAS CORPORATION	02/13/1936	KS, STEVENS COUNTY	7	428		KS	STEVENS	T033S-R036W-030 NE	
5026-4414-00	L033648000	C E MCCALIP	REPUBLIC NATURAL GAS COMPANY	12/21/1942	KS, STEVENS COUNTY	11	516		KS	STEVENS	T034S-R039W-010 NW	
5026-4415-00	L033649000	C E MCCALIP	REPUBLIC NATURAL GAS COMPANY	12/21/1942	KS, MORTON COUNTY	9	324		KS	MORTON	T034S-R039W-008 SE	
5026-4416-00	L033650000	MARY DAVIS	REPUBLIC NATURAL GAS COMPANY	12/04/1942	KS, STEVENS COUNTY	11	495		KS	STEVENS	T034S-R037W-028 SE	
5026-4417-00	L033651000	MARY L ADAMS ET VIR	MISSOURI VALLEY GAS CORPORATION	02/14/1936	KS, STEVENS COUNTY	7	437		KS	STEVENS	T034S-R037W-017 NW	
5026-4418-00	L033652000	RAYMOND P GROVES ET UX	MISSOURI VALLEY GAS CORPORATION	02/10/1936	KS, STEVENS COUNTY	7	431		KS	STEVENS	T032S-R038W-012 SE	
5026-4419-00	L033653000	MATT HJORT ET UX	REPUBLIC NATURAL GAS COMPANY	12/31/1942	KS, MORTON COUNTY	9	328		KS	MORTON	T034S-R040W-024 N	
5026-4420-00	L033654000	CLARA P RATCLIFF	MISSOURI VALLEY GAS CORPORATION	03/09/1936	KS, STEVENS COUNTY	7	432		KS	STEVENS	T035S-R037W-010 SW	
5026-4421-00	L033655000	JAMES A HERSHEY ET UX	REPUBLIC NATURAL GAS COMPANY	12/14/1942	KS, STEVENS COUNTY	11	503		KS	STEVENS	T034S-R037W-027 NE	
5026-4422-00	L033656000	CLARA P RATCLIFF	MISSOURI VALLEY GAS CORPORATION	03/09/1936	KS, STEVENS COUNTY						T035S-R037W-015 NE	
5026-4423-00	L033657000	LIZZIE STONER	MISSOURI VALLEY GAS CORPORATION	03/09/1936	KS, STEVENS COUNTY						T033S-R037W-004 SW	
5026-4424-00	L033658000	LIZZIE STONER	MISSOURI VALLEY GAS CORPORATION	03/09/1936	KS, STEVENS COUNTY	7	436		KS	STEVENS	T033S-R037W-009 NW	
5026-4425-00	L033659000	ETHEL B SPRING ET VIR	REPUBLIC NATURAL GAS COMPANY	12/14/1942	KS, STEVENS COUNTY	11	528		KS	STEVENS	T032S-R037W-028 NW	
5026-4426-00	L033660000	ETHEL B JOSLIN	MISSOURI VALLEY GAS CORPORATION	03/09/1936	KS, STEVENS COUNTY	7	445		KS	STEVENS	T032S-R037W-021 N	
5026-4427-00	L033661000	ETHEL B SPRING ET VIR	REPUBLIC NATURAL GAS COMPANY	12/14/1942	KS, STEVENS COUNTY	11	526		KS	STEVENS	T032S-R037W-029 NE	
5026-4428-00	L033662000	IRENE CUTTER ET VIR	REPUBLIC NATURAL GAS COMPANY	12/04/1942	KS, STEVENS COUNTY	P	114		KS	STEVENS	T034S-R037W-003 SE	
						11	555		KS	STEVENS		
5026-4429-00	L033663000	MARY I TRUEBLOOD	REPUBLIC NATURAL GAS COMPANY	12/09/1942	KS, STEVENS COUNTY	11	558		KS	STEVENS	T034S-R037W-029 NW	
5026-4430-00	L033664000	EARL DELAY ET UX	REPUBLIC NATURAL GAS COMPANY	03/31/1943	KS, STEVENS COUNTY	12	8		KS	STEVENS	T035S-R037W-010 NW	
5026-4431-00	L033665000	EARL DELAY ET UX	REPUBLIC NATURAL GAS COMPANY	03/31/1943	KS, STEVENS COUNTY	12	09		KS	STEVENS	T035S-R037W-010 NE	
5026-4432-00	L033666000	G W WALKER ET UX	MISSOURI VALLEY GAS CORPORATION	04/04/1936	KS, STEVENS COUNTY	7	443		KS	STEVENS	T032S-R038W-011 SE	
5026-4433-00	L033667000	W F BURROWS ET UX	MISSOURI VALLEY GAS CORPORATION	05/01/1936	KS, STEVENS COUNTY	7	452		KS	STEVENS	T034S-R038W-026 E	
5026-4434-00	L033668000	W F BURROWS ET UX	MISSOURI VALLEY GAS CORPORATION	05/01/1936	KS, STEVENS COUNTY	7	453		KS	STEVENS	T034S-R038W-026 W	
5026-4435-00	L033669000	ELMO LODGE OF PERFECTION	REPUBLIC NATURAL GAS COMPANY	11/06/1944	KS, STEVENS COUNTY	13	109		KS	STEVENS	T034S-R036W-021 SE	
5026-4436-01	L033670001	CLAYTON E BOWERS ET AL	REPUBLIC NATURAL GAS COMPANY	11/20/1944	KS, STEVENS COUNTY	13	297		KS	STEVENS	T034S-R036W-009 NE	
											T034S-R036W-010 S/NW	
5026-4436-02	L033670002	ESTATE OF VELDA KINSER	REPUBLIC NATURAL GAS COMPANY	09/05/1945	KS, STEVENS COUNTY	13	623		KS	STEVENS	T034S-R036W-009 NE	
											T034S-R036W-010 S/NW	
5026-4437-00	L033671000	ELIJAH D THOMPSON ET UX	MISSOURI VALLEY GAS CORPORATION	04/30/1936	KS, MORTON COUNTY	8	199		KS	MORTON	T034S-R039W-019 NE	
5026-4438-00	L033672000	LEWIS C WINTER ET UX	MISSOURI VALLEY GAS CORPORATION	05/15/1936	KS, STEVENS COUNTY	7	459		KS	STEVENS	T032S-R038W-021 NE	
5026-4439-00	L033673000	EMMA L ELLIOTT ET VIR	REPUBLIC NATURAL GAS COMPANY	12/24/1942	KS, STEVENS COUNTY	11	379		KS	STEVENS	T032S-R038W-008 NE	
5026-4440-00	L033674000	CLARA P RATCLIFF	MISSOURI VALLEY GAS CORPORATION	05/23/1936	KS, STEVENS COUNTY	7	460		KS	STEVENS	T034S-R037W-034 SE	
5026-4441-00	L033675000	DELLA BARNETT ET AL	REPUBLIC NATURAL GAS COMPANY	01/05/1943	KS, STEVENS COUNTY	11	389		KS	STEVENS	T034S-R037W-013 NE	
5026-4442-00	L033676000	DELLA BARNETT ET AL	REPUBLIC NATURAL GAS COMPANY	01/05/1943	KS, STEVENS COUNTY	11	407		KS	STEVENS	T034S-R037W-013 SE	

## EXHIBIT

## Leases

## KANSAS AND OKLAHOMA

Legacy Number	Lease Number	Lessor	Lessee	Lease Date	State, County	Book	Page	Registry	Rec St	Rec County	Description	Lot(s)
5026-4651-00	L033885000	DALE PERRILL ET AL	REPUBLIC NATURAL GAS COMPANY	11/08/1944	KS, STEVENS COUNTY	13	103		KS	STEVENS	T033S-R037W-003 SE	
5026-4652-00	L033886000	DALE PERRILL ET AL	REPUBLIC NATURAL GAS COMPANY	11/08/1944	KS, STEVENS COUNTY	13	101		KS	STEVENS	T033S-R037W-010 NE	
5026-4653-00	L033887000	DALE PERRILL ET AL	REPUBLIC NATURAL GAS COMPANY	11/08/1944	KS, STEVENS COUNTY	13	97		KS	STEVENS	T033S-R038W-024 SW	
5026-4654-00	L033888000	DALE PERRILL ET AL	JOE E DENHAM	11/08/1944	KS, STEVENS COUNTY	13	95		KS	STEVENS	T033S-R038W-024 NW	
5026-4655-00	L033889000	DALE PERRILL ET AL	REPUBLIC NATURAL GAS COMPANY	11/08/1944	KS, STEVENS COUNTY	13	91		KS	STEVENS	T033S-R038W-025 NW	
5026-4656-00	L033890000	DALE PERRILL ET AL	JOE E DENHAM	11/08/1944	KS, STEVENS COUNTY	13	85		KS	STEVENS	T034S-R037W-017 NE	
5026-4657-00	L033891000	RALPH PERRILL ET AL	JOE E DUNHAM	01/05/1937	KS, STEVENS COUNTY	8	213		KS	STEVENS	T035S-R038W-007 E/SW	3
												4
5026-4658-00	L033892000	RALPH PERRILL ET AL	JOE E DUNHAM	01/05/1937	KS, STEVENS COUNTY	8	203		KS	STEVENS	T035S-R039W-012 SE	
5026-4659-00	L033893000	RUBY STATTON ET VIR	REPUBLIC NATURAL GAS COMPANY	07/05/1941	KS, STEVENS COUNTY	10	321		KS	STEVENS	T035S-R037W-007 SE	
5026-4660-00	L033894000	HELEN BROOKS HALL ET VIR	REPUBLIC NATURAL GAS COMPANY	07/05/1941	KS, STEVENS COUNTY	10	446		KS	STEVENS	T033S-R039W-011 NW	
5026-4661-00	L033895000	OPAL FRAM ET VIR	GUY S SPEAKMAN	07/10/1941	KS, STEVENS COUNTY	10	324		KS	STEVENS	T034S-R037W-025 S/SW	
5026-4662-00	L033896000	GEORGE JENNISON ET UX	GUY S SPEAKMAN	07/02/1941	KS, STEVENS COUNTY	10	323		KS	STEVENS	T034S-R037W-025 N/SW	
5026-4663-00	L033897000	ERNEST E JENNISON	GUY S SPEAKMAN	06/19/1941	KS, STEVENS COUNTY	10	322		KS	STEVENS	T034S-R037W-024 SW	
5026-4664-00	L033898000	EMMA BROWN ET VIR	NORTHERN NATURAL GAS COMPANY	07/22/1939	KS, STEVENS COUNTY	10	24		KS	STEVENS	T033S-R036W-031 SE	
5026-4665-00	L033899000	JAMES E WEBBER ET UX	NORTHERN NATURAL GAS COMPANY	05/01/1939	KS, STEVENS COUNTY	10	30		KS	STEVENS	T033S-R037W-005 S/NW	3
												4
5026-4666-00	L033900000	BLANCHE BROOKS ET VIR	REPUBLIC NATURAL GAS COMPANY	06/23/1941	KS, STEVENS COUNTY	11	1		KS	STEVENS	T034S-R038W-011 NW	
5026-4667-00	L033901000	MELVIN GREENWOOD ET UX	REPUBLIC NATURAL GAS COMPANY	06/23/1941	KS, STEVENS COUNTY	11	2		KS	STEVENS	T034S-R038W-011 SW	
5026-4668-00	L033902000	PEARLE SCHNEIDER ET AL	REPUBLIC NATURAL GAS COMPANY	07/19/1941	KS, STEVENS COUNTY	10	447		KS	STEVENS	T034S-R036W-019 SE	
5026-4670-00	L033903000	R M SHAW ET UX	J W SAIN	08/16/1941	KS, STEVENS COUNTY	10	417		KS	STEVENS	T034S-R039W-001 S/NE	1
												2
5026-4671-00	L033904000	W B CRAWFORD ET UX	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	451		KS	STEVENS	T032S-R037W-019 NE	
5026-4672-00	L033905000	A H CRAWFORD ET UX	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	452		KS	STEVENS	T033S-R037W-029 N/NW	
5026-4673-00	L033906000	A H CRAWFORD ET UX	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	453		KS	STEVENS	T033S-R037W-019 SE	
5026-4674-00	L033907000	ESTELLA PERRILL ET VIR	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	454		KS	STEVENS	T033S-R037W-029 S	
5026-4675-00	L033908000	W B CRAWFORD ET UX	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	457		KS	STEVENS	T034S-R037W-015 SW	
5026-4676-00	L033909000	MARIAN LAMKIN	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	460		KS	STEVENS	T031S-R038W-035 SW	
5026-4677-00	L033910000	MARIAN LAMKIN	REPUBLIC NATURAL GAS COMPANY	07/30/1941	KS, STEVENS COUNTY	10	461		KS	STEVENS	T033S-R037W-029 NE	
5026-4678-00	L033911000	SHEARLEY O MILES ET UX	REPUBLIC NATURAL GAS COMPANY	08/22/1941	KS, MORTON COUNTY	8	570		KS	MORTON	T033S-R039W-007 NE	
5026-4679-00	L033912000	ARTHUR E SHARP ET UX	REPUBLIC NATURAL GAS COMPANY	08/16/1941	KS, MORTON COUNTY	8	575		KS	MORTON	T034S-R039W-006 S/NE	2
												2
5026-4680-00	L033913000	JESSIE FOUTS ET VIR	REPUBLIC NATURAL GAS COMPANY	08/16/1941	KS, MORTON COUNTY	8	578		KS	MORTON	T034S-R039W-006 N/NE	1
5026-4681-00	L033914000	C F SHAFER ET UX	REPUBLIC NATURAL GAS COMPANY	09/03/1941	KS, STEVENS COUNTY	10	463		KS	STEVENS	T033S-R038W-006 SE	
5026-4682-00	L033915000	D C RENFRO ET UX	REPUBLIC NATURAL GAS COMPANY	09/03/1941	KS, STEVENS COUNTY	11	5		KS	STEVENS	T033S-R038W-005 NW	
5026-4683-00	L033916000	R S PHILLIPS ET UX	REPUBLIC NATURAL GAS COMPANY	09/05/1941	KS, MORTON COUNTY	8	572		KS	MORTON	T035S-R039W-018 E/SW	3
												4
5026-4684-00	L033917000	GEORGE W HOFSESS ET UX	NORTHERN NATURAL GAS COMPANY	04/29/1939	KS, STEVENS COUNTY	10	20		KS	STEVENS	T033S-R036W-030 SW	
5026-4685-00	L033918000	G W SHELL ET AL	J W SAIN	08/16/1941	KS, STEVENS COUNTY	11	19		KS	STEVENS	T034S-R038W-029 NE	
5026-4686-00	L033919000	CLARENCE GREWELL ET AL	REPUBLIC NATURAL GAS COMPANY	08/25/1941	KS, STEVENS COUNTY	11	21		KS	STEVENS	T035S-R037W-017 SW	
5026-4687-00	L033920000	STELLA I SIMPSON	ORVILLE H PARKER	12/10/1940	KS, STEVENS COUNTY	10	383		KS	STEVENS	T034S-R038W-005 SE	
5026-4688-00	L033921000	GEORGE GRACE ET UX	ORVILLE H PARKER	11/30/1940	KS, STEVENS COUNTY	10	369		KS	STEVENS	T034S-R038W-005 W/SW	
												3
												4
5026-4689-00	L033922000	IRENE FAIN ET AL	REPUBLIC NATURAL GAS COMPANY	10/14/1941	KS, STEVENS COUNTY	11	23		KS	STEVENS	T035S-R037W-003 NE	
5026-4690-00	L033923000	C E HOWLAND ET UX	REPUBLIC NATURAL GAS COMPANY	11/12/1941	KS, STEVENS COUNTY	11	25		KS	STEVENS	T035S-R037W-001 NW	
5026-4691-00	L033924000	ERNEST P BOLES ET AL	REPUBLIC NATURAL GAS COMPANY	11/10/1941	KS, STEVENS COUNTY	11	41		KS	STEVENS	T035S-R037W-012 SE	

## CONVEYANCE, ASSIGNMENT AND BILL OF SALE

State of Kansas       §  
                                  §  
County of Stevens    §

THIS CONVEYANCE, ASSIGNMENT AND BILL OF SALE (this “Conveyance”), dated July 31, 2017 but effective as of 7:00 a.m. (Central Daylight Time) on May 1, 2017 (the “Effective Time”), is by and between Berry Petroleum Company, LLC, a Delaware limited liability company, having an address of 5201 Truxtun Avenue, Suite 100, Bakersfield, California 93309 (“Assignor”), and Scout Energy Group III, LP, a Texas limited partnership having an address of 4901 LBJ Freeway, Suite 300, Dallas, Texas 75244 (“Assignee”). Assignor and Assignee are sometimes referred to herein individually as a “Party” and collectively as the “Parties.”

### ARTICLE 1 Conveyance of Oil and Gas Assets

Section 1.1. Conveyance. Assignor, for Ten and No/100 Dollars (\$10.00) and other good and valuable consideration in hand paid by Assignee, the receipt and sufficiency of which consideration are hereby acknowledged and confessed, by these presents does hereby GRANT, BARGAIN, SELL, CONVEY, ASSIGN, TRANSFER, SET OVER AND DELIVER unto Assignee, all of Assignor’s right, title and interest in and to the following described assets and properties, except to the extent any of the same constitute an Excluded Oil and Gas Asset (as defined herein) (collectively, all such right, title and interest of Assignor, the “Oil and Gas Assets”):

(a) (i) the undivided interests specified in Exhibit A in, to or under the Hydrocarbon Interests specifically described therein, and (ii) all other Hydrocarbon Interests of Assignor in, to or under any lands covered by or subject to any of the Hydrocarbon Interests described in Exhibit A, even though such interests of Assignor may be incorrectly described or referred to in, or a description thereof may be omitted from, Exhibit A (collectively, the “Subject Interests”);

(b) the lands covered by the Subject Interests or lands pooled, communitized or unitized therewith (the “Lands”);

(c) the following insofar, but only insofar, as the same are attributable to the Subject Interests: (i) all rights with respect to the use and occupancy of the surface of and the subsurface depths under the Lands; (ii) all rights with respect to any pooled, communitized or unitized acreage by virtue of any Subject Interest being a part thereof; (iii) all agreements, contracts, contractual rights, easements, rights-of-way, servitudes, surface leases, surface use agreements, and other estates to the extent primarily related to or primarily used in connection with the exploration, development, or operation of the Subject Interests, but excluding any such agreement, contract, easement, right-of-way, servitude or other estate to the extent transfer of

August 1<sup>st</sup>, 2017

**Operator Summary between XTO, Linn and Berry**

This summary is in response to the KCC requirement to attach Assignments and Bills of Sale to every county's T-1 Change of Operator well filings. Due to the nature of Linn's property exchange with XTO and Berry, an ABOS does not exist between Linn and Berry. This summary of the Exchange will hopefully allow the KCC to accept a TSA and Separation Agreement that was executed during Linn and Berry's separate emergence from bankruptcy earlier this year. In 2013, Berry merged with Linn Energy, LC and became an indirect wholly owned subsidiary to Linn. Because of this, all XTO properties in a subsequent acquisition were assigned a split ownership between Linn and Berry – Linn was given 21.99% and Berry was given 78.01% of all ownership in XTO's properties being acquired. Because Berry was a wholly owned subsidiary to Linn, Linn operated all XTO properties, despite having a smaller ownership. Thus, an assignment from Linn to Berry was not necessary when Berry emerged from bankruptcy as its own independent entity because Berry already possessed ownership from XTO. Instead, a Transition Services and Separation Agreement was used. Linn and Berry also agreed Linn would maintain its status as Operator for all Hugoton assets in which Berry possessed a majority working interest. However, this agreement is now void because Berry sold its Hugoton properties to Scout. Now that Scout has acquired a majority working interest in the properties that Linn was operating on behalf of Berry, Scout will now take over as operator. What Linn can provide in its Change of Operator filings is the original ABOS from XTO to Berry and Linn and the Transition Services and Separation Agreement between Linn and Berry. So far, no one at Linn has caught wind of and ABOS between Berry and Scout, so we would not be able to provide one at this point in our filings. Please let me know as soon as possible if this proposal is acceptable for T-1 approval. Also, I'd be happy to answer any questions you may have.

Thank you,



*Marcela Engles*

*Landman I – Hugoton and  
Permian-New Mexico*

600 Travis

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