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at 8-25 o'clock A. M.

Charles Strauss CLERK
COUNTY COURT, LAVACA COUNTY, TEXAS

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✓SHELL OIL COMPANY, INCORPORATED.....I

TO...DECLARATION OF POOL.....I

DECLARATION OF POOL

✓K. C. BATES, ET AL.....I This Declaration of Pool, executed this 6th day
of May, 1949, by Shell Oil Company, Incorporated, herein called "SHELL",

WITNESSETH:

1. By gas pooling agreement dated May 25, 1942, entered into between owners of royalty under several oil, gas and mineral leases covering land in DeWitt and Lavaca Counties, Texas, and by SHELL, one counterpart of which pooling agreement, executed by D. G. McManus et al. is recorded in Volume 21, at page 194, of the Oil and Gas Records of DeWitt County, Texas, and in Volume 34, at page 489, of the Lease Records of Lavaca County, Texas, a unit, pooled for gas, was established, and such unit was subsequently enlarged as set forth (1) in an agreement, one counterpart of which is dated May 18, 1943, executed by Margaret A. Shows et al., and recorded in Volume 23, at page 473, of the Oil and Gas Records of DeWitt County, Texas, and in Volume 37, at page 523, of the Lease Records of Lavaca County, Texas, and (2) in a Declaration of Pool dated April 25, 1949, executed by SHELL, recorded in Volume 59, at page 72, of the Lease Records of Lavaca County, Texas, and in Volume 35, at page 204, of the Oil and Gas Records of DeWitt County, Texas, such pooled unit, as enlarged, herein referred to as the "Brushy Creek Unit", consisting of a total of 2,390.47 acres of land, more or less, situated in DeWitt and Lavaca Counties, Texas, as such land and the leases covering same are described in said pooling agreement of May 25, 1942, in said agreement dated May 18, 1943, and in said Declaration of Pool dated April 25, 1949.

2. SHELL is the owner and holder of the following described oil, gas and mineral lease covering land situated adjacent to said Brushy Creek Unit, as said lease has been amended by the respective Lease Pooling Amendments referred to below:

Lease dated May 16, 1944, recorded in Volume 27, at page 16, of the Oil and Gas Records of DeWitt County, Texas, between Earl B. Hollan and wife, Margaret Hollan, as lessors, and Shell Oil Company, Incorporated, as lessee, as extended by Extension Lease, dated April 28, 1949, executed by John F. Garrett and wife, Ida R. Garrett, recorded in Volume 35, at page 231, of said records, said lease, as extended, covering 93.17 acres out of the Henry Chamberlain Survey, Abstract 123, DeWitt County, Texas; said lease having been amended by the following Lease Pooling Amendments:

Lease Pooling Amendment dated February 18, 1949, recorded in Volume 35, at page 106, of the Oil and Gas Records of DeWitt County, Texas, executed by K. C. Bates and SHELL.

Lease Pooling Amendment dated March 24, 1949, recorded in Volume 35, at page 104, of said records, executed by Willard E. Thompson and SHELL.

Lease Pooling Amendment dated March 28, 1949, recorded in Volume 35, at page 102, of said records, executed by Catherine L. Dumraese Reich and husband, Carl J. Reich, and SHELL.

Lease Pooling Amendment dated April 28, 1949, being recorded in Volume 35, at page __, of said records, executed by John F. Garrett and wife, Ida R. Garrett, and SHELL.

Lease Pooling Amendment dated May 3, 1949, being recorded in Volume 35, at page __, of said records, executed by Earl B. Hollan and wife, Margaret Hollan, and SHELL.

3. SHELL has recently drilled a new well (SHELL-Lue Goode Well No. 1) on land within said Brushy Creek Unit, and, based on information obtained by SHELL in connection with said well and other exploration activities of SHELL in the area, and pursuant to the rights and powers granted SHELL in said Brushy Creek gas pooling agreement and in the above listed Lease Pooling Amendments of the above described lease, SHELL desires to enlarge said Brushy Creek Unit to include the gas