

SHELL OIL COMPANY, INCORPORATED.....I

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

DECLARATION OF POOL

WILLIAM G. McMANUS, ET AL.....I This Declaration of Pool, executed this 25th day of April, 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 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, such pooled unit, as enlarged, herein referred to as the "Brushy Creek Unit", consisting of a total of 2,167.28 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, and in said agreement dated May 18, 1943.

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

HILL LEASE

Lease (called herein the "Hill lease") dated June 17, 1933, recorded in Volume 8, at page 624, of the Oil and Gas Records of DeWitt County, Texas, between W. H. Hill et al, as lessors, and Shell Petroleum Corporation, as lessee, as amended by correction of lease description dated September 14, 1939, recorded in Volume 15, at page 143, of said records, said lease, as amended, covering 229.9 acres out of the Charles P. Delmas Survey, Abstract 157, DeWitt County, Texas; said lease having been amended by the following Lease Pooling Amendments:

Lease Pooling Amendment dated February 9, 1949, recorded in Volume 35, at page 50, of the Oil and Gas Records of DeWitt County, Texas, executed by W. H. Hill and wife, Ida E. Hill, Mary H. Blackwell (a widow), J. G. Burns, T. O. Buchel, Walter E. Ehlers, and B. F. New and wife, Minnie New, 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 18, 1949, filed for record with the County Clerk of DeWitt County, Texas, on April 26, 1949, to be recorded in Vol 35 page ___ of said records, executed by Saltmount Oil Company and SHELL.

FRED B. HOLLAN LEASE

Lease (called herein the "Fred B. Hollan lease") dated April 3, 1944, recorded in Volume 26, at page 444, of the Oil and Gas Records of DeWitt County, Texas, between Fred B. Hollan and wife, Sarah Pauline Hollan, as lessors, and SHELL, as lessee, covering 31.14 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 8, 1949, recorded in Volume 35, at page 53, of said records, executed by Fred B. Hollan and wife, Sarah Pauline Hollan, M. L. Williams, 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.