

238367

MEMORANDUM OF LEASE

VOL. 216 PAGE 933

STATE OF TEXAS §
 §
COUNTY OF KLEBERG §

KNOW ALL MEN BY THESE PRESENTS THAT:

REFERENCE is here made to that certain Oil and Gas Lease dated the 19th day of May, 2001 (the "lease execution date"), by and between DUNN-McCAMPBELL ROYALTY INTEREST, NC., a Texas corporation, whose address is P. O. Box 3841, Corpus Christi, Texas 78463-384 1 and DUNN PADRE CORPORATION, a Texas corporation whose address is do Jim King, 1010 Frost Bank Plaza, Corpus Christi, Texas 78470 (herein called "Lessor") and BNP OIL & GAS PROPERTIES, LTD. (F/K/A SEISKIN INTERESTS, LTD.), whose address is 500 North Water Street, Corpus Christi, Texas 78471 (herein called Lessee" whether one or more), under the terms of which Lessee was granted an oil and gas lease with respect to those certain lands comprising 5,666 acres of land situated in Kleberg and Kenedy Counties, Texas, which lands are more particularly described in Exhibit "A" attached hereto.

The lease provides for a primary term of three (3) years from the lease execution date and provides for the drilling of certain wells on the lands covered thereby and other terms and conditions customarily contained in oil and gas leases.

This Memorandum of Lease is executed by the Lessor and Lessee for the purpose of acknowledging in the public records the existence of such lease and may be executed in multiple counterparts, each of which shall be deemed an original for all purposes.

N WITNESS WHEREOF, this Memorandum of Lease is executed as of the 19th day of May, 2001.

LESSOR:

DUNN-McCAMPBELL ROYALTY INTEREST, INC.

BY: Caroline Davy Altheide
Caroline Davy Altheide, President

DUNN PADRE CORPORATION

BY: James S. King
James S. King, President

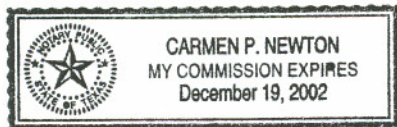
LESSEE:

BNP OIL & GAS PROPERTIES, LTD

BY: Paul Black
Paul Black, President

THE STATE OF TEXAS {}
COUNTY OF NUECES {}

This instrument was acknowledged before me on this 25th day of May, 2001, by Caroline Davy Altheide, as President, on behalf of DUNN-McCAMPBELL ROYALTY INTEREST, INC., as Lessor.

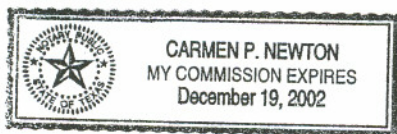


Carmen P. Newton
Notary Public, State of Texas

Carmen P. Newton
Printed or typed name of Notary
My Commission Expires:

THE STATE OF TEXAS {}
COUNTY OF NUECES {}

This instrument was acknowledged before me on this 29th day of May, 2001, by Jim King, as President, on behalf of DUNN-PADRE CORPORATION, Lessor.

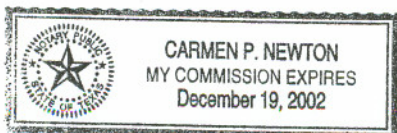


Carmen P. Newton
Notary Public, State of Texas

Carmen P. Newton
Printed or typed name of Notary
My Commission Expires: 12-19-02

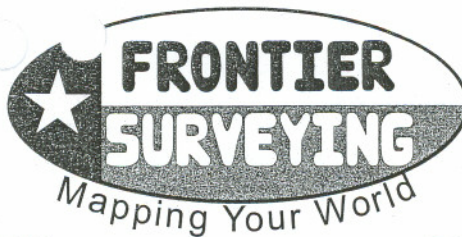
THE STATE OF TEXAS {}
COUNTY OF NUECES {}

This instrument was acknowledged before me on this 29th day of May, 2001, by Paul Black, as President, on behalf of BNP OIL & GAS PROPERTIES, LTD. (F/K/A SEISKIN INTERESTS, LTD.), LESSEE.



Carmen P. Newton
Notary Public, State of Texas

Carmen P. Newton
Printed or typed name of Notary
My Commission Expires: 12-19-02



710 Buffalo St, Ste. 502
Corpus Christi, TX 78401

www.frontiersurveying.com

361/881-8044
Fax: 361/881-8340

EXHIBIT "A"

FIELD NOTES DESCRIPTION

5,666.15 acres of land, more or less, situated in the Nicholas & Juan Jose Balli Survey, A-10 on Padre Island, Kleberg and Kenedy Counties, Texas.

BEGINNING: at a point having a $y = 602,405.00$ and $x = 2,378,193.05$ for the Northeastern corner of this 5,666.15 acres on the Eastern line of the Boyle's Meanders of Padre Island.

THENCE: S $14^{\circ}20'02''$ W – 3,284.25 feet along said line to a point for corner.

THENCE: S $14^{\circ}35'02''$ W – 6,660.56 feet along said line to a point for corner.

THENCE: S $13^{\circ}15'02''$ W – 8,880.75 feet along said line to a point for corner.

THENCE: S $12^{\circ}05'00''$ W – 2,125.81 feet along said line to a point having a $y = 582,054.00$ and $x = 2,373,222.29$ for the Southeastern corner of this tract.

THENCE: WEST – 11,396.00 feet to a point having a $y = 582,054.00$ and $x = 2,361,826.30$ on the Western line of Boyle's Meanders of Padre Island for the Southwestern corner of this tract.

THENCE: N $20^{\circ}21'30''$ E – 719.06 feet along said line to a point for corner.

THENCE: N $11^{\circ}01'30''$ W – 750.00 feet along said line to a point for corner.

THENCE: N $01^{\circ}11'30''$ E – 1,444.40 feet along said line to a point for corner.

THENCE: N $09^{\circ}16'30''$ E – 722.22 feet along said line to a point for corner.

THENCE: N $10^{\circ}54'30''$ E – 1,944.45 feet along said line to a point for corner.

THENCE: N $07^{\circ}44'29''$ E – 832.81 feet along said line to a point for corner.

THENCE: N $17^{\circ}01'29''$ E – 832.81 feet along said line to a point for corner.

THENCE: N $32^{\circ}24'29''$ E – 1,582.34 feet along said line to a point for corner.

THENCE: N $18^{\circ}02'29''$ E – 388.65 feet along said line to a point for corner.

THENCE: N $01^{\circ}41'31''$ W – 1,388.02 feet along said line to a point for corner.

THENCE: N $04^{\circ}24'29''$ E – 1,526.82 feet along said line to a point for corner.

THENCE: N $02^{\circ}10'31''$ W – 1,388.02 feet along said line to a point for corner.

THENCE: N $13^{\circ}48'29''$ E – 1,388.02 feet along said line to a point for corner.

THENCE: N $12^{\circ}41'29''$ E – 4,592.12 feet along said line to a point for corner.

THENCE: N $18^{\circ}32'29''$ E – 1,110.41 feet along said line to a point for corner.

THENCE: N $40^{\circ}02'29''$ E – 483.55 feet along said line to a point having a $y = 602,405.00$ and $x = 2,365,799.90$ for the Northwest corner of this tract.

THENCE: EAST – 12,393.16 feet to the **PLACE OF BEGINNING** and containing 5,666.15 acres of land.

All bearings and coordinates refer to the Texas Coordinate System of 1927, Texas South Zone,

SAVE AND EXCEPT, it is hereby reserved and excepted and not included in the lands covered by this lease, the following described tract, insofar and only insofar as such tract covers those depths lying between the surface of the earth and 7,352 feet subsurface, such depth constituting the base of the deepest stratum currently capable of producing gas in the Dunn-McCampbell A-4 well situated on said lands.

320 acres, more or less, located in the Boyles Sections of Padre Island out of the Juan Jose Nichols Balli Survey, Abstract 10, in Kleberg County, Texas, and more particularly described as follows:

Beginning at a point for corner being S 10E 00' 00" W - 15,650 feet from the U.S.C.G. Triangulation Monument "Valley" and S 34E 00' 00" W - 11,600 feet from the Northwest Corner of Gulf of Mexico State Tract 985, said point being at coordinates X = 2,372,750.00 and Y = 490,250.00, the Northeast Corner of the herein described tract.

THENCE: S 15E 00' 00" W - 3733.52 feet to a point for Corner, coordinates X = 2,371,600.00 and Y = 440,300.00, the Southeast Corner hereof;

THENCE: N 75E 00' 00" W - 3733.52 feet to a point for Corner, coordinates X = 2,366,700.00 and Y = 589,230.00, the Southwest Corner hereof;

THENCE: N 15E 00' 00" E - 3733.52 feet to a point for Corner, coordinates X = 2,367,900.00 and Y = 592,800.00, the Northwest Corner hereof;

THENCE: S 75E 00' 00" E - 3733.52 feet to the point of beginning and containing 320 acres.

STATE OF TEXAS

COUNTY OF KLEBERG

I hereby certify that this instrument was filed on the date and time stamped hereon by me and was duly recorded in the OFFICIAL RECORDS of Kleberg County, Texas

VOL. 216 PAGE 933
JUN 12 2001

Recording Date



County Clerk, Kleberg County

PROVISIONS CONTAINED IN ANY DOCUMENT WHICH RESTRICT THE SALE, RENTAL, OR USE OF THE REAL PROPERTY DESCRIBED THEREIN BECAUSE OF RACE OR COLOR ARE INVALID UNDER FEDERAL LAW AND ARE UNENFORCEABLE.

238367

FILED FOR RECORD

01 JUN -8 PM 2:52

SAH D. BEANDA
COUNTY CLERK KLEBERG COUNTY

BY: ELDA ALEGRIA

Return to:
* BNP Petroleum Corporation

THE STATE OF TEXAS
COUNTY OF KENEDY) I hereby certify that
this instrument was filed on the date and time
stamped hereon by me and was duly recorded on
the 17th day of July... 2001... in vol.
20 Page 319... of the Official..
Records of Kenedy County, Texas
By Eva De La Rosa BARBARA B. TURCOTTE
Deputy County Clerk
County, Texas

INDEXED
FILED

6821

FILED FOR RECORD AT <u>8:30</u> O'CLOCK <u>A</u> M
JUL 16 2001
BARBARA B. TURCOTTE COUNTY CLERK, KENEDY COUNTY BY <u>Eva De La Rosa</u> DEPUTY

RECORDED:
VOL. 20 PAGE 319-323
Official RECORDS

