

ASSIGNMENT AND CONVEYANCE

STATE OF FLORIDA §

COUNTY OF BAY §

This assignment ("Assignment") is made effective as of January 1, 2014 and is from **WILEY ROOSTH FAMILY, LP**, by **Wiley Roosth, President of Wiley Roosth Management Company, LLC, General Partner; SOL & REBECCA ROOSTH LTD, LLP**, by **Rebecca Roosth, Trustee of the GST Trust, General Partner, u/w/o Solomon Roosth, deceased; S2DST OGM, LTD.**, by **Sam Roosth, Manager of S2DST Operating, LLC; SAM ROOSTH, TRUSTEE; CELIA SCHOENBRUN, INDIVIDUALLY AND AS ATTORNEY-IN-FACT FOR MICHAEL SCHOENBRUN, KATHRYN KAPLAN, AND BENJAMIN SCHOENBRUN; NANCY R. BARENBLAT, INDIVIDUALLY AND AS ATTORNEY-IN-FACT FOR LAURIE N. BARENBLAT, AND KEVIN B. BARENBLAT; DAVID ROOSTH; NATALIE ROOSTH WEDGEWORTH; MARLEEN ROOSTH SWERDLOW; CYNTHIA A. WOLF; THOMAS M. ROOSTH; and CORPUS-ROOSTH-TYLER, LTD.**, by **Mark S. Roosth, President of Corpus-Roosth-Tyler Operating, Inc., General Partner**, (hereinafter called "Assignor") to **Roosth 806, Ltd.**, a Texas limited partnership, whose mailing address is P.O. Box 8300, Tyler, Texas 75711-8300 (hereinafter called "Assignee"). Assignor hereby GRANTS, BARGAINS, SELLS and CONVEYS to Assignee the following described property (the "Interests"):

- a) All of Assignor's rights, title and interests, whether legal or equitable, in and to any and all oil, gas and other minerals in, on and under and that may be produced from the land referenced or described in Exhibit "A" (the "Land"), producing or non-producing, including, but not limited to, oil, gas and other mineral leasehold interests, net revenue interests, net profits interests, carried interests, overriding royalty interests, mineral interests and/or royalty interests owned or appearing of record in the name of Assignor, whether held solely in its name or with others, in the Land, as shown by an instrument, or instruments, of record in such County and State (reference to which record is hereby made for a more particular description of the interests hereby conveyed), and also all such interests in oil, gas and other minerals held by Assignor which may be acquired by adverse possession, limitations, or other means under law, legal or equitable, and further all those rights and interests, including pooled, production, conservation or proration units and unitized areas, attributable or allocable to any of such interests including all formations in and under the lands lying both within and without the perimeter of any such unit(s) (all such oil, gas and other mineral interests and properties are referred to collectively as "Properties" and individually as a "Property").

This Assignment is intended to be a blanket assignment and conveyance of all Interests in the Properties owned by Assignor. IF ASSIGNOR IS A STRANGER TO TITLE, IT IS NOT THE INTENTION OF ASSIGNOR TO CLOUD THE TITLE TO ANY PROPERTY.

- b) All of Assignor's rights, privileges, benefits and powers conferred upon the owners and holders of the Properties with respect to the use and occupancy of the surface and subsurface depths under the surface covered by each Property which are necessary or incidental to the possession and enjoyment of the Properties.
- c) All agreements, contracts and rights of Assignor pertaining to the Properties, including rights and options of Assignor pertaining to the right to obtain, acquire or otherwise earn interests (whether by drilling wells, causing wells to be drilled, payment of money, or otherwise), and all tenements, hereditaments and appurtenances belonging to the Properties, this Assignment being expressly made subject to the terms and provisions thereof insofar as they pertain to each respective Property.
- d) All of Assignor's rights with respect to the permits, licenses, servitudes, easements, rights-of-way, orders, gas purchase and sale contracts, operating agreements and other contracts,

After recording return to:
Roosth Production Company
P.O. Box 8300
Tyler TX 75711-8300

agreements and rights not otherwise described above which pertain to or are appurtenant to the Properties, or are used or held for use in connection with the ownership or operation of the Properties or with the production or treatment on the Properties, or sale or disposal of water, hydrocarbons or associated substances therefrom or attributable thereto.

- e) All of Assignor's rights, title and interests in and to all equipment, fixtures and facilities, of whatever kind or nature located upon and under the surface of the Properties, and being used in connection with the exploration, production, treating, storing, transportation or marketing of oil, gas and other minerals produced from or allocated to such Properties.
- f) All of Assignor's contract rights and other rights, benefits and claims of any kind or character appurtenant to the Interests or Properties.

The Interests are expressly subject to any prior conveyances, royalties, depths or formations reserved by prior owners or previously conveyed and any leasehold burdens of record.

TO HAVE AND TO HOLD the Interests and Properties unto Assignee and its successors and assigns and Assignor hereby binds itself, its heirs, successors and assigns to warrant and forever defend all and singular the title to the Interests and Properties unto Assignee, its successors and assigns, against every person whomsoever lawfully claiming the same or any part thereof, by, through or under Assignor, but not otherwise.

With respect to the terminology in this instrument, each number (singular or plural) shall include all numbers, and each gender (male or female or neuter) shall include all genders.

By acceptance of this Assignment, Assignee hereby assumes, and promises to pay and perform, all obligations of Assignor with respect to the Interests and Properties assigned hereby including but not limited to any operating agreement which may or may not be of record; a copy of which is located at the office of Assignee.

This instrument may be executed in any number of counterparts, each of which shall be considered an original for all purposes.

Dated this 16th day July 2014.

WITNESSES:

Jenna Drenner
Reggie A. Boyler

Jenna Drenner
Reggie A. Boyler

Jenna Drenner
Reggie A. Boyler

Jenna Drenner
Reggie A. Boyler

Wiley Roosth Family, LP

BY: Wiley Roosth
Wiley Roosth, President of Wiley
 Roosth Management Company, LLC,
 General Partner

Sol & Rebecca Roosth Ltd., LLP

BY: Rebecca Roosth
Rebecca Roosth, Trustee of the GST
 Trust, General Partner, Under the Will
 of Solomon Roosth, deceased

S2DST OGM, LTD.

BY: Sam Roosth
Sam Roosth, Manager of S2DST
 Operating, LLC, General Partner

Sam Roosth
Sam Roosth, Trustee

**Celia Schoenbrun, Individually and as
Attorney-in-fact for Michael Schoenbrun
Kathryn Kaplan and Benjamin
Schoenbrun**

**Nancy R. Barenblat, Individually and as
Attorney-in-fact for Laurie N. Barenblat
Kevin B. Barenblat**

Glenda J. Jannemer
Peggy A. Buzyn

David Roosth
**David Roosth, Individually and as Attorney-
in-fact for Natalie Roosth Wedgeworth**

Glenda J. Jannemer
Peggy A. Buzyn

Marleen Roosth Swerdlow
Marleen Roosth Swerdlow

Glenda J. Jannemer
Peggy A. Buzyn

Cynthia A. Wolf
Cynthia A. Wolf

Glenda J. Jannemer
Peggy A. Buzyn

Thomas M. Roosth
Thomas M. Roosth

Glenda J. Jannemer
Peggy A. Buzyn

Corpus-Roosth-Tyler, Ltd.
BY: *Mark S. Roosth*
**Mark S. Roosth, President of
Corpus-Roosth-Tyler Operating, Inc.,
General Partner**

ACKNOWLEDGMENTS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared WILEY ROOSTH, President of Wiley Roosth Management Company, LLC, General Partner of Wiley Roosth Family, LP, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this ____ day of _____ 2014.

NOTARY PUBLIC, STATE OF TEXAS

Ann Davis

Beverly Phillip

Ann Davis

Beverly Phillip

Gerda Ennemer

Gerda Ennemer

Gerda Ennemer

Gerda Ennemer

Gerda Ennemer

Gerda Ennemer

Celia Schoenbrun

**Celia Schoenbrun, Individually and as
Attorney-in-fact for Michael Schoenbrun
Kathryn Kaplan and Benjamin
Schoenbrun**

Nancy R. Barenblat

**Nancy R. Barenblat, Individually and as
Attorney-in-fact for Laurie N. Barenblat
Kevin B. Barenblat**

David Roosth

Natalie Roosth Wedgeworth

Marleen Roosth Swerdlow

Cynthia A. Wolf

Thomas M. Roosth

Corpus-Roosth-Tyler, Ltd.

BY: _____

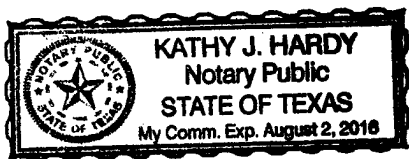
**Mark S. Roosth, President of
Corpus-Roosth-Tyler Operating, Inc.,
General Partner**

ACKNOWLEDGMENTS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared WILEY ROOSTH, President of Wiley Roosth Management Company, LLC, General Partner of Wiley Roosth Family, LP, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 11th day of July 2014.

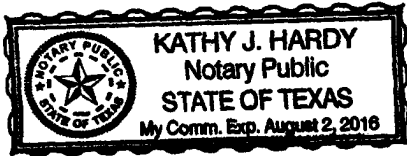


Kathy J. Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared REBECCA ROOSTH, Trustee of the GST Trust, General Partner, u/w/o Solomon Roosth, deceased for Sol & Rebecca Roosth Ltd., LLP, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 11th day of July 2014.

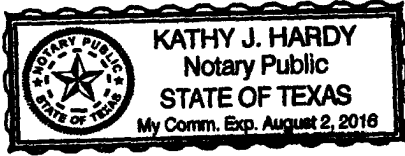


Kathy J. Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared SAM ROOSTH, Manager of S2DST Operating, LLC, General Partner of S2DST OGM Ltd., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 16th day of July 2014.

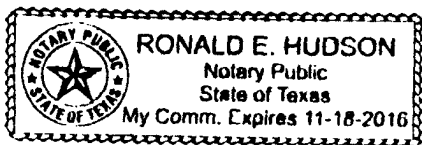


Kathy J. Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF DALLAS §

On this day personally appeared CELIA SCHOENBRUN known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed and in the capacities therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25th day of June 2014.

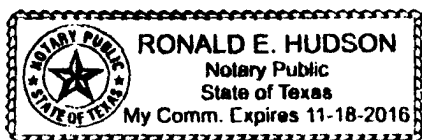


Ronald E. Hudson
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF DALLAS §

On this day personally appeared NANCY R. BARENBLAT known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed and in the capacities therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25th day of June 2014.

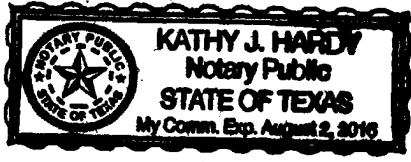


Ronald E. Hudson
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared DAVID ROOSTH known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31st day of May 2014.



Kathy J Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF _____ §

On this day personally appeared NATALIE ROOSTH WEDGEWORTH known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

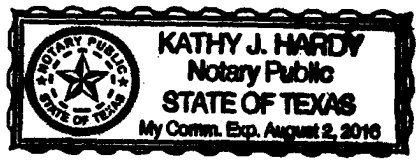
GIVEN UNDER MY HAND AND SEAL OF OFFICE this ____ day of _____ 2014.

NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared MARLEEN ROOSTH SWERDLOW known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31st day of May, 2014.

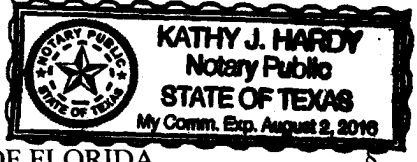


Kathy J Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared CYNTHIA A. WOLF known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31st day of May 2014.



Kathy J Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF FLORIDA §
COUNTY OF Madison §

On this day personally appeared MARK S. ROOSTH, President of Corpus-Roosth-Tyler Operating, Inc., General Partner of Corpus-Roosth-Tyler, Ltd., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 18th day of July 2014.

Debra K Ebner
NOTARY PUBLIC, STATE OF FLORIDA
DEBRA K EBNER
Notary Public - State of Florida
My Comm. Expires Nov 3, 2016
Commission # EE 216995

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared THOMAS M. ROOSTH, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31st day of May 2014.

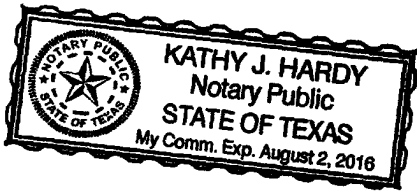


Kathy J Hardy
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS §
COUNTY OF SMITH §

On this day personally appeared SAM ROOSTH, TRUSTEE, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 16th day of July 2014.



Kathy J Hardy
NOTARY PUBLIC, STATE OF TEXAS

EXHIBIT "A"

**806 NR 1517 (X807) BAY COUNTY, FL RAFFIELD AND LAIRD TR
(XRE 1057 GX875)**

T5S, R12W, SEC 7: E/2 NE/4; N/2 NW/4 NE/4; NW/4 SE/4; SE/4 NW/4; S/2 NE/4 NW/4; W/2 NW/4; AND N/2 NE/4 NW/4 being 300 acres, more or less, described in Warranty Deed from Philip B. Berry et ux to Bennie Roosth, Trustee, et al, dated October 18, 1946, recorded in Volume 110, Page 294, Deed Records of Bay County, Florida. (MINERALS)