

NO. 048 268798 13

CITY OF FORT WORTH,
Plaintiff,

v.

CHESAPEAKE OPERATING,
INC., and TOTAL E&P (USA), INC.,
Defendants.

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IN THE DISTRICT COURT

TARRANT COUNTY, TEXAS

48th JUDICIAL DISTRICT

FILED
TARRANT COUNTY
2013 OCT 17 P 2:01
THOMAS A. WILDER
DISTRICT CLERK

PLAINTIFF'S ORIGINAL PETITION

1. Plaintiff City of Fort Worth alleges that discovery in this cause should be conducted under Level 3 of Texas Rule of Civil Procedure 190.4 and urges the Court to act on entering a Discovery Control Plan for this matter as promptly as reasonably possible.

Summary of This Action

2. The City of Fort Worth is the 5th largest city in Texas. According to the most recent census, about 741,000 people live in Fort Worth. The citizens of Fort Worth take great pride in the quality of life in Fort Worth, including reliable police and fire services, good schools, clean and well maintained streets, and safe parks. Fort Worth also does business in an open, ethical and honorable manner and it honors its contracts in letter and spirit. In turn, the City expects its business partners to do the same. Fort Worth regrettably brings this action against Chesapeake and Total because they have fallen well short of their obligations to the City and its citizens, including willfully and knowingly violating express and/or implied duties owed to the City in connection with various oil and gas leases the City executed to permit the exploration and production of minerals located under City lands. Chesapeake and Total, acting as lessees and

Chesapeake acting as operator, have substantially underpaid the City royalty payments owed under various oil and gas leases through the use of sham sales to affiliates and/or by improperly deducting costs of gas gathering, transportation, separation, treatment and other production services. The City therefore seeks to obtain true and complete production, pricing, sales and related information pertaining to its minerals so that the City can (a) quantify the total amount of underpayments by Chesapeake and Total, (b) recover a judgment against Chesapeake and Total for the amount of the underpayments, and (c) obtain declaratory relief.

Parties

3. Plaintiff, City of Fort Worth (“the City” or “Fort Worth”), is a municipal corporation located in Tarrant County, Texas, duly incorporated, organized, and existing under and by virtue of a special charter adopted by the qualified voters of the City pursuant to the power vested in those voters by the laws and Constitution of the State of Texas.

4. Chesapeake Operating, Inc. (“Chesapeake Operating”) is a corporation organized under Oklahoma law with its principal place of business in Oklahoma City, Oklahoma. Chesapeake Operating, Inc. should be served with a copy of the Original Petition and Citation by serving CT Corporation System, 350 North St. Paul Street, Suite 2900, Dallas, Texas 75201-4234.

5. Defendant Total E&P USA, Inc. (“Total”) is a corporation organized and existing under the laws of the State of Delaware, with its principal place of business in Houston, Harris County, Texas. Total may be served with a copy of the Original Petition

and Citation by serving its registered agent, CT Corporation, 350 N. St. Paul Street, Suite 2900, Dallas, Texas 75201.

6. The City of Fort Worth asserts claims in this cause that are within the jurisdictional limits of a district court in Tarrant County, Texas. The City seeks monetary relief over \$1 million together with other relief.

7. Venue is mandatory in Tarrant County because the City seeks to recover real property or an estate or an interest in real property pursuant to §15.011 of the Texas Civil Practice & Remedies Code. Venue is further proper in Tarrant County pursuant to §15.002(a)(1) because Tarrant County is the county in which all or a substantial part of the events or omissions giving rise to the City's claims occurred.

The Leases

8. Fort Worth owns mineral interests under its lands. Several years ago, Fort Worth was approached by various oil and gas operators, including by way of illustration, Chesapeake Exploration, LLC, Dale Property Services, LLC and Four Sevens Oil Co., Ltd., each of whom expressed interest in leasing the City's mineral interests for the purpose of drilling and producing oil and natural gas. Subsequently, Fort Worth entered into leases of its minerals for the benefit of its citizens. Chesapeake and Total now purport to hold the rights of Lessee under the leases listed on the attached Exhibit A ("Leases"). Importantly, each of the Leases obligate Lessee to pay Fort Worth a royalty on the higher of (a) the proceeds from the sale of oil, gas, casinghead gas and any other liquid or gaseous hydrocarbons, or (b) the market value thereof. The royalty percentage varies from 25% to 27.5% depending upon the lease. In addition, Chesapeake and Total agreed that the royalties to be paid Fort Worth would "be free of all costs of any kind,

including, but not limited to, costs of gathering, production, transportation, treating, compression, dehydration, processing, marketing, trucking or other expense, directly or indirectly incurred by Lessee.” To eliminate any doubt about the ability of the Lessee to avoid its express duties pertaining to payment of royalties, the Leases further specify that the oil, gas or products produced could not be sold to a subsidiary or affiliate of the Lessee without prior written permission from the City.

9. The City relied upon the Lessee to develop and produce oil and gas from wells to be drilled and operated on City lands. The Lessee is required to properly measure, test, value and account to the City for all royalties due the City.

10. The City’s rights of action alleged in this Petition are not barred by any statute of limitations. Tex Civ. Prac. & Rem. Code Ann. § 16.061(a) (Vernon 2008).

11. Fort Worth has the right under the Leases to receive full and free access at all times to the books and records of Lessee that pertain to the production and sale of oil, gas or other minerals from the lands covered by the Leases.

12. Chesapeake and Total are Lessees and/or Operators of approximately several hundred wells covered by the Leases. Upon information, those wells appear to have produced as of June 30, 2013 more than two hundred billion cubic feet of natural gas from Fort Worth leased lands since first production occurred in approximately 2006. The City of Fort Worth recently discovered that Chesapeake and Total were directly and/or indirectly imposing upon the City costs, including costs of gathering, production, transportation, treating, compression, dehydration, processing, marketing, trucking or other expenses. More significantly, Chesapeake and Total have in bad faith breached the Leases by deducting from royalties paid the City what they call “third party” costs. After

making a limited inquiry, the City discovered that Chesapeake Operating has been selling oil, gas and other liquid and gaseous hydrocarbons covered by the Leases under sham contracts entered into with its affiliate, Chesapeake Energy Marketing, Inc. ("CEMI"). Upon belief, these sham contracts were designed and directed by Chesapeake Energy Corp., a New York stock exchange company and the ultimate parent of Chesapeake Operating and CEMI. The Leases, as noted above, expressly preclude sales of oil, gas or products to any subsidiary or affiliate of Lessee without the City's prior written permission. The City has never granted such permission. Through the use of these sham arrangements among and between affiliates of Chesapeake, Chesapeake and Total have pocketed millions of dollars that belong to the City of Fort Worth and its citizens. The true and full extent of the damages suffered by the City is presently unknown to the City and cannot be known until such time as the City has access to true and complete records of production, pricing, and bona fide sales to unrelated third parties.

13. As Lessees (whether as the original Lessee or by subsequent assignment) under various oil and gas leases of City minerals, Chesapeake and Total by law, and pursuant to the express terms of the Leases, had a duty to reasonably develop the minerals covered by the Leases, to produce those minerals and to market the production from the Leases without influence or regard to the unrelated policy considerations of Chesapeake or Total, or any entity affiliated with either Chesapeake or Total. Chesapeake and Total had a duty to market production from the Leases in the same manner as a reasonably prudent operator unaffected by the considerations of affiliates, would have marketed that production. Notwithstanding, Chesapeake and upon belief, Total, have not acted as a reasonable and prudent operator in making decisions as to the

marketing of production from the City's minerals covered by the Leases, and in deciding how and in what manner the oil, gas or hydrocarbons produced from wells under such Leases would be sold. Instead, Chesapeake and upon belief, Total, have marketed oil, gas, and other hydrocarbons produced from wells situated on the City lands covered by the Leases for reasons of personal gain to Chesapeake and its affiliates and to Total and its affiliates.

Causes of Action

Count One – Breach of Contract

14. Fort Worth incorporates by reference all preceding paragraphs.
15. The Leases are valid and enforceable contracts governed by the laws of the State of Texas. All conditions precedent, if any, to Fort Worth's claim for relief either have been performed or have occurred.
16. Chesapeake and Total have materially breached their contractual obligations to the City including the following express terms:
 - (a) deducting costs from royalties paid the City;
 - (b) imposing directly or indirectly upon royalties paid the City costs of gathering, production, transportation, treating, compression, dehydration, processing, marketing, trucking or other expenses;
 - (c) failing to pay the City a royalty based upon the higher of (a) the proceeds from the bona fide arms length sale of oil, gas, casinghead gas and any other liquid or gaseous hydrocarbons, or (b) the market value thereof;

(d) failing to pay the City royalties on products based upon the gross market value or proceeds of a bona fide or arms length sale thereof, whichever is higher;

(e) failing to pay the City royalties on residue gas or gas remaining after separation, extraction or processing operations, based upon the proceeds of a bona fide or arms length sale or the market value thereof, whichever is higher;

(f) purporting to enter into a contract for the sale, delivery, transportation or processing of gas produced from the leased premises without the prior written approval of the City;

(g) selling oil, gas or products produced from the leased lands to a subsidiary or affiliate without the City's prior written permission.

17. The foregoing breaches of the Leases were and are material and have directly and proximately caused substantial damages to the City and resulted in unjust benefits to Chesapeake and Total.

Count Two – Breach of the Implied Duty of Marketing

18. Fort Worth incorporates by reference all preceding paragraphs.

19. In the alternative to the claims set forth in Count One herein, the City brings claims against Chesapeake and Total for breaches of their respective implied duties of marketing. By virtue of their self-dealing and breaches, the City has suffered actual damages in amounts equal to the royalties which the City would have received in the past from the date of first production to termination of the Leases had Chesapeake had Total operated and administered the Leases as reasonable and prudent operators and accounted to the City for all royalty payments due the City on all production.

Count Three – Right To Terminate the Leases

20. Fort Worth incorporates by reference all preceding paragraphs.

21. The Leases provide that all royalties due must be paid to the City no more than thirty days after the end of the month following the month during which production takes place. The Leases further provide that should the Lessee fail to pay the City the royalty required under the Leases, the City may, elect to terminate the Leases by sending written notice to the Lessee. Although the City believes and maintains it has the right to give such notice to Chesapeake and Total at this time, the City seeks a declaratory judgment from the Court confirming that it has the right pursuant to the Leases to send notice of termination and that should the City exercise such right, the Leases terminate and are of no further force or effect unless within thirty days from the date of service of such notice, Chesapeake and Total each make, pay, or cause to be paid the proper royalty payments that are owed the City under the Leases. In addition, the City alleges that it would be equitable and just to award the City its costs and reasonable and necessary attorneys' fees in connection with its request for this declaratory relief.

Count Four – Declaratory Relief

22. Fort Worth incorporates by reference all preceding paragraphs.

23. The City, Chesapeake and Total are persons interested under one or more contracts and/or oil and gas leases.

24. On or about August 28, 2013, a representative of Chesapeake and Total gave certain employees of the City who were attempting to obtain information pertaining to the scope and extent of underpayment of royalties, a copy of a "Base Contract for the Sale and Purchase of Natural Gas" between Chesapeake Operating and CEMI.

Apparently Chesapeake contends (or may contend) that the City agreed to the sham arrangements between Chesapeake and its affiliate by failing to object to such purported contract within fifteen days after such contract was purportedly provided to the City. Alternatively, Chesapeake may contend that such delivery on August 28, 2013 constituted a trigger under paragraph 4(G) of the Leases – something the City denies. By letter dated September 23, 2013, the City advised Chesapeake that Chesapeake had failed on August 28, 2013 to deliver the proposed contract at least thirty days prior to the execution of that contract, that what was presented was not a complete copy of the proposed contract, and that what was delivered was not delivered to the City Manager by certified mail, as required by the Leases.

25. At no time did Chesapeake Operating, Total, or any affiliate provide the City with a complete copy of that contract thirty days prior to its execution on or about September 13, 2010.

26. The City therefore seeks the following declarations as to the rights and legal relations among and between the City, Chesapeake and Total:

(a) that neither Chesapeake nor Total may deduct any costs of any kind from royalty payments due the City from the date of first production to date;

(b) that the royalties due to the City under the Leases may not be reduced by any “post production costs”, including “owner third party costs” or any charges directly or indirectly taken as a result of sales to CEMI or other Chesapeake affiliates;

(c) that Chesapeake materially breached the Leases by selling oil, gas or products produced pursuant to the Leases to a subsidiary or affiliate of Lessee without the City's prior written permission;

(d) that Chesapeake has failed to pay the City royalties on oil, gas and casinghead gas, together with any other liquid gaseous hydrocarbons, based upon the higher of the proceeds of the sale [provided such sale is an arms length transaction and does not involve any sale to a subsidiary or affiliate of Lessee], or the market value thereof;

(e) that Chesapeake has failed to pay the City royalties on products produced pursuant to the Leases based upon the gross market value or proceeds of a bona fide arms length sale thereof, whichever is higher;

(f) that Chesapeake has failed to pay the City royalties on residue gas or gas remaining after separation, extraction or processing operations, based upon the proceeds of a bona fide arms length sale or the market value thereof, whichever is higher;

(g) that because Chesapeake and Total have failed to pay the City royalties as provided in the Leases, the City has the right to terminate each of the Leases pursuant to the Leases by filing a notice of termination with the County Clerk in the county where the leased premises are located and that each such lease will be terminated as of the date such notice of termination is filed with the County Clerk;

(h) that Chesapeake and Total must provide the City free access at all times to Chesapeake and Total's books and records relative to the production and sale of oil, gas or other minerals from any of the leased premises; and

(i) that it would be equitable and just to award the City its costs and reasonable and necessary attorneys' fees.

Count Five – Attorneys' Fees

27. Fort Worth incorporates by reference all preceding paragraphs.

28. As a result of the actions of Chesapeake and Total, including their respective breaches of the Leases, the City was forced to retain Ralph H. Duggins and the law firm of Cantey Hanger LLP to represent the City and to prosecute the City's claims. The City of Fort Worth therefore seeks a judgment against Chesapeake and Total for a reasonable fee to be determined in accordance with Rule 1.04(b) of the Texas Rules of Professional Conduct.

Prayer

WHEREFORE, Plaintiff prays that Chesapeake and Total be cited to appear and answer and that upon final hearing or trial, the City have and recover Judgment from Chesapeake and Total as follows:

(a) an award of actual damages equal to the amount of royalties due and payable under the Leases through the date of any termination of the Leases;

(b) judgment awarding the declaratory relief set forth in Counts Three and Four, including a declaration that the City may terminate the Leases;

(c) an award of costs and reasonable and necessary attorneys' fees in connection with the City's claims for declaratory relief;

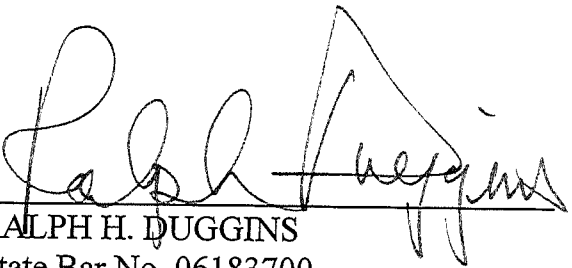
(d) reasonable attorneys' fees in connection with the City's claims for breach of contract;

(e) in the alternative to the damages sought in (a), actual damages suffered by the City as a result of the breach by Chesapeake and Total of their implied duties to market;

(f) pre and post-judgment interest at the highest lawful rate;

(g) all costs of suit; and

(h) such other and further relief to which Plaintiff may show itself justly entitled.

A handwritten signature in black ink, appearing to read "Ralph H. Duggins", is written over a horizontal line.

RALPH H. DUGGINS
State Bar No. 06183700

PHILIP A. VICKERS
State Bar No. 24051699

ANTONIO ALLEN
State Bar No. 24069045

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Exhibit A

City of Fort Worth Oil and Gas Leases

<u>No.</u>	<u>Lessor</u>	<u>Original Lessee</u>	<u>Acres</u>	<u>County</u>	<u>Lease Date</u>	<u>Lease Name</u>
1	City of Fort Worth	Chesapeake Exploration, LLC	10.899	Tarrant	19-Jul-10	11310 S FREEWAY
2	City of Fort Worth	Chesapeake Exploration, LLC	0.11784	Tarrant	2-May-11	1800 GREENFIELD
3	City of Fort Worth	Chesapeake Exploration, LLC	0.4	Tarrant	11-May-11	19 ST ROW
4	City of Fort Worth	Chesapeake Exploration, LLC	2.6236122	Tarrant	18-Sep-08	1ST TO 4TH ST ROW
5	City of Fort Worth	Chesapeake Exploration, LLC	0.161	Tarrant	6-Feb-11	2012 IRMA ST
6	City of Fort Worth	Chesapeake Exploration, LLC	0.14	Tarrant	11-May-11	20TH & 21ST ST ROW
7	City of Fort Worth	Chesapeake Exploration, LLC	0.079	Tarrant	18-May-11	28TH ST ROW
8	City of Fort Worth	Chesapeake Exploration, LLC	0.4699	Tarrant	13-Oct-11	3045 NE 28TH STREET
9	City of Fort Worth	Chesapeake Exploration, LLC	0.215	Tarrant	18-Jul-11	3324 EASTLAND
10	City of Fort Worth	Chesapeake Exploration, LLC	4.861977	Tarrant	23-Mar-10	40 OAKS STORM DRAIN
11	City of Fort Worth	Chesapeake Exploration, LLC	0.132	Tarrant	27-Oct-11	409 S. RAYNER
12	City of Fort Worth	Chesapeake Exploration, LLC	0.82842	Tarrant	11-Feb-11	5300 ANDERSON ST
13	City of Fort Worth	Chesapeake Exploration, LLC	0.206911	Tarrant	11-Feb-11	6312 WILLSPPOINT CT
14	City of Fort Worth	Four Sevens Energy Co., LLC	2.5095	Tarrant	21-Apr-09	ALTA MERE DRIVE ROW
15	City of Fort Worth	Dale Property Services, L.L.C.	0.3202	Tarrant	1-Dec-09	ALTAMESA BLVD ROW
16	City of Fort Worth	Chesapeake Exploration, LLC	11.49	Tarrant	14-Nov-07	ANDERSON-CAMPBELL PARK
17	City of Fort Worth	Dale Property Services, L.L.C.	1.084	Tarrant	25-Aug-10	ANDREW "DOC" SESSIONS COMMUNITY CENTER
18	City of Fort Worth	Chesapeake Exploration, LLC	0.5	Tarrant	11-Sep-08	ARNESON PARK
19	City of Fort Worth	Dale Property Services, L.L.C.	0.275	Tarrant	1-Jun-10	AZLE AVE ROW
20	City of Fort Worth	Chesapeake Exploration, LLC	0.135851	Tarrant	1-May-09	BAKER HEIGHTS BLOCK 18
21	City of Fort Worth	Chesapeake Exploration, LLC	0.312781	Tarrant	25-Jun-09	BELLAIRE DR ROW
22	City of Fort Worth	Dale Property Services, L.L.C.	0.267	Tarrant	8-Sep-10	BELMONT PARK ADDN BLK 136-B
23	City of Fort Worth	Dale Property Services, L.L.C.	0.2	Tarrant	4-Nov-09	BELMONT PARK ADDN, BLK 44 LOT 12
24	City of Fort Worth	Chesapeake Exploration, LLC	0.733	Tarrant	19-Oct-11	BELMONT PARK ADDN, BLK 86, LOTS 10-17 PARTIAL
25	City of Fort Worth	Chesapeake Exploration, LLC	30.024	Tarrant	30-Oct-07	BERRY/YUMA YARD
26	City of Fort Worth	Dale Property Services, L.L.C.	0.34	Tarrant	13-Mar-09	BIRD ST (ADMIN)
27	City of Fort Worth	Chesapeake Exploration, LLC	1.198	Tarrant	25-Aug-10	BLK 2 N. RIVERSIDE ESTATES
28	City of Fort Worth	Chesapeake Exploration, LLC	1.8927	Tarrant	26-Aug-09	BLUE BONNET CIRCLE PARK
29	City of Fort Worth	Chesapeake Exploration, LLC	3.7	Tarrant	1-Dec-09	BONNIE BRAE PARK
30	City of Fort Worth	Dale Resources, L.L.C.	90.996	Tarrant	29-Nov-06	BRENNAN AVENUE SERVICE CENTER
31	City of Fort Worth	Chesapeake Exploration, LLC	0.439571	Tarrant	13-Dec-11	BROOKSIDE ANNEX ROW'S
32	City of Fort Worth	Four Sevens Energy Co., LLC	0.828	Tarrant	8-Mar-10	BROOKSIDE ANNEX, BLK 1 LOT 16
33	City of Fort Worth	Four Sevens Energy Co., LLC	0.2307	Tarrant	14-Apr-10	BROOKSIDE ANNEX, BLK 1, LOT 3B
34	City of Fort Worth	Chesapeake Exploration, LLC	0.168	Tarrant	5-Feb-13	BURCHILL RD ROW
35	City of Fort Worth	Four Sevens Energy Co., LLC	0.296	Tarrant	25-Feb-09	CAMP BOWIE PUMP STATION-ADMIN
36	City of Fort Worth	Four Sevens Energy Co., LLC	0.5	Tarrant	25-Feb-09	CAMP BOWIE ROW-ADMIN
37	City of Fort Worth	Chesapeake Exploration, LLC	79.842	Tarrant	1-Jun-10	CANDLERIDGE PARK
38	City of Fort Worth	Chesapeake Exploration, LLC	0.412481	Tarrant	21-Oct-11	CENTREPORT - 15101 TRINITY BLVD
39	City of Fort Worth	Chesapeake Exploration, LLC	3.494851	Tarrant	21-Oct-11	CENTREPORT - 15201 FAA BLVD
40	City of Fort Worth	Chesapeake Exploration, LLC	0.998757	Tarrant	27-Oct-11	CENTREPORT - FRYE ROAD
41	City of Fort Worth	Chesapeake Exploration, LLC	0.626	Tarrant	29-Jun-09	CENTREPORT 0.626/ 1.708 - 100% CFW
42	Centreport Barnett, LP	Chesapeake Exploration, LLC	650	Tarrant	24-Aug-07	CENTREPORT 650 - CENTREPORT BARNETT, LP
43	City of Fort Worth	Four Sevens Energy Co., LLC	1.675	Tarrant	16-Mar-09	CHAPIN RD ROW-ADMIN
44	City of Fort Worth	Four Sevens Energy Co., LLC	0.899	Tarrant	4-Nov-09	CHURCHILL RD STORM DRAIN
45	City of Fort Worth	Chesapeake Exploration, LLC	15.18	Tarrant	15-Sep-08	CIRCLE PARK
46	City of Fort Worth	Four Sevens Energy Co., LLC	0.1466	Tarrant	25-Feb-09	CLARK AVE PARCEL-ADMIN
47	City of Fort Worth	Chesapeake Exploration, LLC	0.2073	Tarrant	11-May-11	CLEAR FORK PUMP STATION
48	City of Fort Worth	Chesapeake Exploration, LLC	152.4438	Tarrant	19-Nov-07	COBB PARK
49	City of Fort Worth	Chesapeake Exploration, LLC	2.821	Tarrant	5-Feb-13	COBB PARK II
50	City of Fort Worth	Chesapeake Exploration, LLC	0.344353	Tarrant	6-Mar-12	COLLEGE HEIGHTS ADDN, BLK 2, LT 14
51	City of Fort Worth	Dale Property Services, L.L.C.	0.696	Tarrant	8-Sep-08	COOKS LANE ROW - ADMIN
52	City of Fort Worth	Dale Property Services, L.L.C.	0.15	Tarrant	8-Mar-10	COUNTRYSIDE ADDN PARK
53	City of Fort Worth	Chesapeake Exploration, LLC	16.231	Tarrant	11-May-11	CREEKSIDE PARK
54	City of Fort Worth	Four Sevens Energy Co., LLC	0.357	Tarrant	2-Oct-09	CRESTWOOD LOTS
55	City of Fort Worth	Chesapeake Exploration, LLC	1.68	Tarrant	15-Sep-08	CRESTWOOD PARK
56	City of Fort Worth	Chesapeake Exploration, LLC	1.861	Tarrant	28-Apr-08	CROWLEY ROAD ROW
57	City of Fort Worth	Dale Property Services, L.L.C.	3.449	Tarrant	22-Sep-10	DABNEY PARK
58	City of Fort Worth	Chesapeake Exploration, LLC	11.993	Tarrant	6-Feb-12	DEER CREEK PARK
59	City of Fort Worth	Chesapeake Exploration, LLC	3.16	Tarrant	18-May-07	DELGA PARK
60	City of Fort Worth	Chesapeake Exploration, LLC	2.576	Tarrant		DRY BRANCH CREEK AT GRACE

Exhibit A

City of Fort Worth Oil and Gas Leases

<u>No.</u>	<u>Lessor</u>	<u>Original Lessee</u>	<u>Acres</u>	<u>County</u>	<u>Lease Date</u>	<u>Lease Name</u>
61	City of Fort Worth	Chesapeake Exploration, LLC	0.386	Tarrant		DRY BRANCH CREEK CHANNEL
62	City of Fort Worth	Chesapeake Exploration, LLC	2.77	Tarrant	29-Oct-07	E. LITTLE SURVEY
63	City of Fort Worth	Chesapeake Exploration, LLC	0.601	Tarrant	21-Oct-11	EARL ST. ROW
64	City of Fort Worth	Chesapeake Exploration, LLC	1.113	Tarrant	28-Nov-11	EAST BERRY LIBRARY
65	City of Fort Worth	Chesapeake Exploration, LLC	2.57	Tarrant	15-Jan-08	EAST FREEWAY WATER TOWER
66	City of Fort Worth	Chesapeake Exploration, LLC	4.929	Tarrant	14-Aug-11	EAST REGIONAL LIBRARY 3
67	City of Fort Worth	Chesapeake Exploration, LLC	3.203	Tarrant	12-Aug-08	EASTBROOK PARK
68	City of Fort Worth	Chesapeake Exploration, LLC	0.197	Tarrant	29-Nov-11	EASTLAND CHANNEL
69	City of Fort Worth	Chesapeake Exploration, LLC	13.5	Tarrant	6-Feb-12	EASTOVER PARK
70	City of Fort Worth	Dale Resources, L.L.C.	702.65	Tarrant	16-Feb-05	EASTSIDE PARKS
71	City of Fort Worth	Chesapeake Exploration, LLC	1.32	Tarrant	3-Aug-09	EASTSIDE PUMP STATION
72	City of Fort Worth	Chesapeake Exploration, LLC	1.434	Tarrant	28-Nov-11	EASTWOOD ELEVATED WATER TANK
73	City of Fort Worth	Chesapeake Exploration, LLC	0.9183	Tarrant	2-Mar-10	EDERVILLE PARK
74	City of Fort Worth	Chesapeake Exploration, LLC	0.7594	Tarrant	20-Mar-12	EDGECLIFF BRANCH CHANNEL
75	City of Fort Worth	Chesapeake Exploration, LLC	10.5146	Tarrant	5-Jun-09	ELLIS PARK (ADMIN)
76	City of Fort Worth	Chesapeake Exploration, LLC	0.174	Tarrant	18-Jul-11	EMERSON STREET ROW
77	City of Fort Worth	Chesapeake Exploration, LLC	1.9785	Tarrant	7-Apr-10	ENGLEWOOD PARK
78	City of Fort Worth	Chesapeake Exploration, LLC	3.54	Tarrant	4-Aug-11	ENVIRONMENTAL COLLECTION CENTER 3
79	City of Fort Worth	Chesapeake Exploration, LLC	1.619	Tarrant	19-Jan-11	FAIRFAX CHANNEL
80	City of Fort Worth	Chesapeake Exploration, LLC	0.4452	Tarrant	21-Oct-11	FAIRFAX CHANNEL II
81	City of Fort Worth	Chesapeake Exploration, LLC	7.697	Tarrant	7-May-10	FAIRFAX PARK
82	City of Fort Worth	Chesapeake Exploration, LLC	0.243	Tarrant	2-May-11	FAIRLANE CHANNEL
83	City of Fort Worth	Dale Property Services, L.L.C.	1.813	Tarrant	2-Feb-09	FIRE STATION 03-ADMIN
84	City of Fort Worth	Dale Property Services, L.L.C.	0.913	Tarrant	7-Jul-08	FIRE STATION 04-ADMIN
85	City of Fort Worth	Dale Property Services, L.L.C.	0.5739	Tarrant	16-Mar-09	FIRE STATION 06-ADMIN
86	City of Fort Worth	Chesapeake Exploration, LLC	0.848173	Tarrant	25-Jun-09	FIRE STATION 11
87	City of Fort Worth	Chesapeake Exploration, LLC	0.858	Tarrant	18-Jan-11	FIRE STATION 13
88	City of Fort Worth	Dale Property Services, L.L.C.	0.585	Tarrant	8-Mar-10	FIRE STATION 15
89	City of Fort Worth	Dale Property Services, L.L.C.	0.532	Tarrant	27-Mar-09	FIRE STATION 17 - ADMIN
90	City of Fort Worth	Chesapeake Exploration, LLC	0.69	Tarrant	13-Oct-11	FIRE STATION 19
91	City of Fort Worth	Chesapeake Exploration, LLC	0.754	Tarrant	17-May-10	FIRE STATION 20-ADMIN
92	City of Fort Worth	Chesapeake Exploration, LLC	0.619	Tarrant	2-Feb-09	FIRE STATION 21 - ADMIN
93	City of Fort Worth	Dale Property Services, L.L.C.	0.867	Tarrant	8-Sep-10	FIRE STATION 22
94	City of Fort Worth	Four Sevens Energy Co., LLC	0.6907	Tarrant	27-Mar-09	FIRE STATION 23 - ADMIN
95	City of Fort Worth	Chesapeake Exploration, LLC	0.6893	Tarrant	20-Mar-12	FIRE STATION 24 #2
96	City of Fort Worth	Chesapeake Exploration, LLC	0.523002	Tarrant	19-Dec-11	FIRE STATION 30
97	City of Fort Worth	Chesapeake Exploration, LLC	190.1926	Tarrant	7-May-10	FOREST PARK
98	City of Fort Worth	Chesapeake Exploration, LLC	0.094385	Tarrant	6-Mar-13	FOREST PARK BLVD ROW #2
99	City of Fort Worth	Chesapeake Exploration, LLC	0.000287	Tarrant	19-Dec-11	GAMBRELL-McCART ROW
100	City of Fort Worth	Chesapeake Exploration, LLC	29.69	Tarrant	19-Jul-10	GEORGE MARKOS PARK
101	City of Fort Worth	Chesapeake Exploration, LLC	1.27604751	Tarrant	10-Sep-08	GID HOOPER PARK
102	City of Fort Worth	Dale Property Services, L.L.C.	0.125	Tarrant	1-Dec-09	GILVIN ST ROW
103	City of Fort Worth	Chesapeake Exploration, LLC	0.0205	Tarrant	18-May-11	GLEN GARDEN ADDITION LOT 18 BLK 12 NW CORNER
104	City of Fort Worth	Chesapeake Exploration, LLC	0.344863	Tarrant	6-Mar-13	GORDON-LIVINGSTON ROW #2
105	City of Fort Worth	Chesapeake Exploration, LLC	0.7	Tarrant	3-May-10	GREEN OAKS BLVD EASMENT
106	City of Fort Worth	Four Sevens Energy Co., LLC	1.078	Tarrant	21-Apr-09	GREEN OAKS ROW
107	City of Fort Worth	Chesapeake Exploration, LLC	0.1721	Tarrant	18-May-10	GREENBRIAR ADDN, BLK 2, LT 42
108	City of Fort Worth	Chesapeake Exploration, LLC	0.538675	Tarrant	18-Jan-11	GREENFIELD ACRES STORM DRAIN
109	City of Fort Worth	Chesapeake Exploration, LLC	31.946	Tarrant	8-Oct-07	GREENWAY PARK
110	City of Fort Worth	Chesapeake Exploration, LLC	22.48	Tarrant	27-Oct-11	HALLMARK PARK
111	City of Fort Worth	Chesapeake Exploration, LLC	15.45	Tarrant	10-May-13	HANDLEY PARK
112	City of Fort Worth	Chesapeake Exploration Limited	51.2886	Tarrant	13-Jul-07	HARMON FIELD PARK
113	City of Fort Worth	Chesapeake Exploration, LLC	0.384	Tarrant	5-Nov-12	HARTMAN ROW
114	City of Fort Worth	Chesapeake Exploration Limited	3.65	Tarrant	18-May-07	HELICOPTER PAD
115	City of Fort Worth	Chesapeake Exploration, LLC	28.659	Tarrant	19-Oct-09	HIGHLAND HILLS PARK
116	City of Fort Worth	Chesapeake Exploration, LLC	0.23	Tarrant	3-Sep-09	HITSON LN ROW
117	City of Fort Worth	Chesapeake Exploration, LLC	74.9795987	Tarrant	3-Feb-10	HOLLY WATER TREATMENT PLANT
118	City of Fort Worth	Chesapeake Exploration, LLC	23.0341	Tarrant	19-Jul-10	HULEN MEADOWS PARK
119	City of Fort Worth	Dale Resources, L.L.C.	0.98	Tarrant	28-Sep-05	HUST SURVEY
120	City of Fort Worth	Dale Property Services, L.L.C.	0.818	Tarrant	11-Jan-10	I-20/I-35 INTERCHANGE ROW

Exhibit A

City of Fort Worth Oil and Gas Leases

<u>No.</u>	<u>Lessor</u>	<u>Original Lessee</u>	<u>Acres</u>	<u>County</u>	<u>Lease Date</u>	<u>Lease Name</u>
121	City of Fort Worth	Dale Resources, L.L.C.	30.863	Tarrant	28-Apr-05	I-30 & 1ST STREET ROW
122	City of Fort Worth	Chesapeake Exploration, LLC	20.1805	Tarrant	30-Oct-07	I-35 ROW
123	City of Fort Worth	Coyote Petroleum Ventures, LTC	5.99	Tarrant	19-Jul-10	J. T. HINKLE PARK
124	City of Fort Worth	Chesapeake Exploration, LLC	8.577	Tarrant	10-Sep-08	JEFFERSON DAVIS PARK
125	City of Fort Worth	Chesapeake Exploration, LLC	0.5165	Tarrant	4-Dec-09	JINKENS HEIGHTS PUMP STATION
126	City of Fort Worth	Chesapeake Exploration, LLC	0.766	Tarrant	18-Jul-11	JOHN T WHITE & SANDY LANE ROWS
127	City of Fort Worth	Chesapeake Exploration, LLC	2.179	Tarrant	29-Dec-11	KAYWOOD HEIGHTS
128	City of Fort Worth	Chesapeake Exploration, LLC	1.390995	Tarrant	17-May-10	KEMBLE ST ROW
129	City of Fort Worth	Chesapeake Exploration, LLC	16.77	Tarrant	5-May-10	KINGSWOOD PARK
130	City of Fort Worth	Chesapeake Exploration, LLC	1,302.16	Tarrant	13-May-11	LAKE WORTH ZONE 3A
131	City of Fort Worth	Chesapeake Exploration, LLC	2.538017	Tarrant	26-Aug-10	LANCASTER AVE ROW
132	City of Fort Worth	Dale Property Services, L.L.C.	0.17	Tarrant	27-Jul-10	LEBOW CHANNEL III
133	City of Fort Worth	Dale Property Services, L.L.C.	0.2	Tarrant	27-May-10	LEE AVE STORM DRAIN
134	City of Fort Worth	Chesapeake Exploration, LLC	15.1466	Tarrant	26-Sep-08	LINCOLN PARK
135	City of Fort Worth	Chesapeake Exploration, LLC	12.337	Tarrant	28-Mar-12	LINCOLNSHIRE PARK
136	City of Fort Worth	Chesapeake Exploration, LLC	0.90113636	Tarrant	26-Aug-09	LINWOOD PARK, BLOCK 18 & 20
137	City of Fort Worth	Dale Property Services, L.L.C.	4.2046	Tarrant	4-Jun-09	LINWOOD PARK, BLOCK 19
138	City of Fort Worth	Chesapeake Exploration, LLC	0.914	Tarrant	8-Feb-12	LITTLE JOHN PARK
139	City of Fort Worth	Chesapeake Exploration, LLC	20.738	Tarrant	5-Oct-07	LITTLE/GILMORE
140	City of Fort Worth	Dale Property Services, L.L.C.	0.194	Tarrant	27-May-10	LOT 12 BLK 2 MORGAN HEIGHTS
141	City of Fort Worth	Dale Property Services, L.L.C.	0.2	Tarrant	27-May-10	LOT 18 BLK 78 M G ELLIS ADDN
142	City of Fort Worth	Dale Property Services, L.L.C.	0.2	Tarrant	27-May-10	LOT 7 BLK 52 BELMONT PARK
143	City of Fort Worth	Chesapeake Exploration, LLC	0.0082	Tarrant	13-Jul-10	LOT 9 BLK 1 GLENCREST N
144	City of Fort Worth	Chesapeake Exploration, LLC	1.014472	Tarrant	4-Jan-08	LOVELL-MONTGOMERY ROW-ADMIN
145	City of Fort Worth	Chesapeake Exploration, LLC	2.262	Tarrant	19-Oct-11	LUTHER LAKE DAM
146	City of Fort Worth	Chesapeake Exploration, LLC	4	Tarrant	15-Mar-10	LYNCH SURVEY, TR 2
147	City of Fort Worth	Chesapeake Exploration, LLC	0.96418733	Tarrant	20-Mar-12	MADDOX PARK #2
148	City of Fort Worth	Dale Resources, L.L.C.	33.5	Tarrant	9-Dec-05	MALLARD COVE PARK
149	City of Fort Worth	Dale Property Services, L.L.C.	1.0951	Tarrant	2-Feb-09	MALONE-MOORE ROW
150	City of Fort Worth	Dale Property Services, L.L.C.	0.154	Tarrant	1-Jun-10	MALONE-MOORE ROW II
151	City of Fort Worth	Chesapeake Exploration, LLC	5	Tarrant	21-Oct-11	MARIE F. PATE PARK
152	City of Fort Worth	Chesapeake Exploration, LLC	10.8	Tarrant	10-Sep-08	MARINE PARK
153	City of Fort Worth	Four Sevens Energy Co., LLC	1.966	Tarrant	16-Mar-09	MARQUETTA DR ROW-ADMIN
154	City of Fort Worth	Dale Property Services, L.L.C.	0.252	Tarrant	17-May-10	MARTINDALE ADDN
155	City of Fort Worth	Chesapeake Exploration, LLC	1.3729	Tarrant	21-Oct-11	MARY HORN SURVEY
156	City of Fort Worth	Chesapeake Exploration, LLC	2.5955	Tarrant	2-Aug-10	MC CART AVE ROW
157	City of Fort Worth	Chesapeake Exploration, LLC	0.059	Tarrant	18-Jul-11	MEADOW LAWN BLK 8 PARTIAL
158	City of Fort Worth	Chesapeake Exploration, LLC	0.915	Tarrant	18-Jul-11	MEADOWBROOK BLVD ROW
159	City of Fort Worth	Chesapeake Exploration, LLC	133.551	Tarrant	3-May-10	MEADOWBROOK GOLF COURSE
160	City of Fort Worth	Chesapeake Exploration, LLC	0.853244	Tarrant	12-Mar-10	MEADOWBROOK LIBRARY
161	City of Fort Worth	Chesapeake Exploration, LLC	4.679	Tarrant	21-Oct-11	MEADOWBROOK STORAGE TANK 3
162	City of Fort Worth	Dale Property Services, L.L.C.	0.1606	Tarrant	21-Apr-09	MOODY BLOCK 36 LOT 5
163	City of Fort Worth	Dale Property Services, L.L.C.	0.1721	Tarrant	21-Apr-09	MOODY BLOCK 36 LOT 6
164	City of Fort Worth	Chesapeake Exploration, LLC	3.43	Tarrant	8-Feb-12	MORRIS BERNEY PARK
165	City of Fort Worth	Chesapeake Exploration, LLC	0.198691	Tarrant	19-Dec-11	MURRAY HILL ADDITION STRIP
166	City of Fort Worth	Chesapeake Exploration, LLC	0.262	Tarrant	21-Oct-11	N. BEACH ST ROW
167	City of Fort Worth	Chesapeake Exploration, LLC	0.267	Tarrant	10-Aug-10	N. RIVERSIDE ESTATES Lt 9 BLK 1
168	City of Fort Worth	Chesapeake Exploration, LLC	2.218	Tarrant	21-Oct-11	N. RIVERSIDE ROW
169	City of Fort Worth	Chesapeake Exploration, LLC	0.7996	Tarrant	18-Jul-11	NE 23RD ST ROW II
170	City of Fort Worth	Dale Property Services, L.L.C.	0.2724	Tarrant	26-Feb-09	NE 23RD ST ROW-ADMIN
171	City of Fort Worth	Dale Property Services, L.L.C.	0.5705	Tarrant	1-Jun-10	NE 28TH ST ROW
172	City of Fort Worth	Chesapeake Exploration, LLC	90.344	Tarrant	15-Sep-08	NORTHEAST LANDFILL-2
173	City of Fort Worth	Chesapeake Exploration, LLC	4.3	Tarrant	29-Oct-07	NORTHSIDE DRIVE 4.3 ACRES
174	City of Fort Worth	Chesapeake Exploration, LLC	12.0266	Tarrant	15-Sep-08	NORTHSIDE PARK
175	City of Fort Worth	Dale Property Services, L.L.C.	3.26	Tarrant	27-May-10	NORTHSIDE POLICE STATION
176	City of Fort Worth	Dale Property Services, L.L.C.	2.34	Tarrant	2-Mar-10	NORTHSIDE PUMP STATION
177	City of Fort Worth	Dale Property Services, L.L.C.	0.096	Tarrant	21-Mar-07	OAKHURST PARCEL - ADMIN
178	City of Fort Worth	Chesapeake Exploration, LLC	1.236	Tarrant	15-Jan-08	OAKHURST PARK
179	City of Fort Worth	Rall Oil & Gas, L.P.	27.6913	Tarrant	22-Mar-07	OAKMONT LINEAR PARK SOUTH
180	City of Fort Worth	Chesapeake Exploration, LLC	0.247	Tarrant	9-Oct-12	OAKVIEW ROW

Exhibit A

City of Fort Worth Oil and Gas Leases

<u>No.</u>	<u>Lessor</u>	<u>Original Lessee</u>	<u>Acres</u>	<u>County</u>	<u>Lease Date</u>	<u>Lease Name</u>
181	City of Fort Worth	Chesapeake Exploration, LLC	0.413224	Tarrant	27-Mar-12	OLD NORTHSIDE PUMP STATION
182	City of Fort Worth	Chesapeake Exploration, LLC	0.34	Tarrant	10-Aug-10	PARKWOOD EAST PARK
183	City of Fort Worth	Four Sevens Energy Co., LLC	1.1662	Tarrant	17-Sep-09	POINSETTA DR EASEMENT
184	City of Fort Worth	Chesapeake Exploration, LLC	1.2796	Tarrant	23-Mar-10	POLICE NPD 05 (EAST DIV HQ)
185	City of Fort Worth	Chesapeake Exploration, LLC	2.415	Tarrant	25-Jun-09	POLICE NPD 6
186	City of Fort Worth	Four Sevens Energy Co., LLC	1.213	Tarrant	25-Feb-09	POLICE NPD 9-ADMIN
187	City of Fort Worth	Dale Resources, L.L.C.	22.5	Tarrant	22-Aug-06	POLICE POUND
188	City of Fort Worth	Chesapeake Exploration, LLC	0.673553	Tarrant		POLYTECHNIC CHILD DEVELOPMENT CENTER
189	City of Fort Worth	Chesapeake Exploration, LLC	39.56	Tarrant	7-Jun-07	PRAIRIE DOG PARK
190	City of Fort Worth	Chesapeake Exploration, LLC	2.720118	Tarrant	25-Aug-10	PURINGTON AVE STORM DRAIN
191	City of Fort Worth	Rall Oil & Gas, L.P.	7.329	Tarrant	13-Jul-07	QUAIL RIDGE PARK
192	City of Fort Worth	Chesapeake Exploration, LLC	0.086	Tarrant	13-Dec-11	RAMEY AVE ROW
193	City of Fort Worth	Chesapeake Exploration, LLC	0.571	Tarrant	17-Jan-08	RANDOLL MILL RD ROW-ADMIN
194	City of Fort Worth	Dale Property Services, L.L.C.	0.4893	Tarrant	27-May-10	REFUGIO AVE ROW
195	City of Fort Worth	Chesapeake Exploration, LLC	6.53	Tarrant	2-Mar-10	RIDGLEA HILLS PARK
196	City of Fort Worth	Chesapeake Exploration, LLC	1.9854	Tarrant	28-Dec-11	RIDGLEA LIBRARY 2
197	City of Fort Worth	Dale Resources, L.L.C.	4.503	Tarrant	22-Aug-06	RIVER TRAILS PARK
198	City of Fort Worth	Chesapeake Exploration, LLC	22.871	Tarrant	8-Oct-07	RIVERSIDE PARK
199	City of Fort Worth	Chesapeake Exploration, LLC	5.5	Tarrant	8-Oct-07	RIVERSIDE PARK - SOUTH END
200	City of Fort Worth	Chesapeake Exploration, LLC	389.233	Tarrant	19-Dec-07	ROCKWOOD PARK AND GOLF COURSE
201	City of Fort Worth	Chesapeake Exploration, LLC	15.354	Tarrant	15-Sep-08	RODEO PARK
202	City of Fort Worth	Chesapeake Exploration, LLC	0.1348	Tarrant	12-Mar-10	ROSELAND ADDN, LOT 9
203	City of Fort Worth	Chesapeake Exploration, LLC	28.292	Tarrant	27-Apr-10	ROSEMONT PARK
204	City of Fort Worth	Dale Property Services, L.L.C.	0.195	Tarrant	15-Mar-10	ROSEN HEIGHTS, BLK 195, LOT 4
205	City of Fort Worth	Chesapeake Exploration, LLC	4.568	Tarrant	4-Apr-12	S. HAMPSHIRE BLVD ROW II
206	City of Fort Worth	Chesapeake Exploration, LLC	1.136042	Tarrant	25-Aug-10	S. HAMPSHIRE BLVD. ROW
207	City of Fort Worth	Chesapeake Exploration, LLC	0.044196	Tarrant	13-Jul-10	S. HEMPHILL ST ROW
208	City of Fort Worth	Chesapeake Exploration, LLC	1.4983	Tarrant	22-Sep-10	SAGAMORE HILLS PARK
209	City of Fort Worth	Dale Property Services, L.L.C.	0.75	Tarrant	25-Feb-09	SALAZAR UNIT-ADMIN
210	City of Fort Worth	Four Sevens Energy Co., LLC	0.082	Tarrant	16-Nov-09	SAM CALLOWAY RD ROW
211	City of Fort Worth	Chesapeake Exploration, LLC	26.5	Tarrant	10-Sep-08	SANDY LANE PARK
212	City of Fort Worth	Chesapeake Exploration, LLC	4.80506	Tarrant	8-Feb-12	SASHA UNIT MISC ROWS
213	City of Fort Worth	Chesapeake Exploration, LLC	10.4	Tarrant	19-Jul-10	SETTLEMENT PLAZA PARK
214	City of Fort Worth	Chesapeake Exploration, LLC	10	Tarrant	6-Jun-13	SHACKLEFORD PARK
215	City of Fort Worth	Chesapeake Exploration, LLC	3.7703	Tarrant	28-Sep-07	SMITH WILEMON PARK - WHITE HILLS ADDN 2
216	City of Fort Worth	Dale Property Services, L.L.C.	3.52	Tarrant	22-Sep-10	SOUTH MEADOWS PARK
217	City of Fort Worth	Chesapeake Exploration, LLC	6.805734	Tarrant	15-Oct-09	SOUTH SIDE PUMP STATION
218	City of Fort Worth	Chesapeake Exploration, LLC	15.9779	Tarrant	19-Jul-10	SOUTHCREEK PARK
219	City of Fort Worth	Dale Property Services, L.L.C.	2.046	Tarrant	2-Mar-10	SOUTHRIDGE PARK
220	City of Fort Worth	Four Sevens Energy Co., LLC	76.697	Tarrant	10-Apr-06	SOUTHWEST COMMUNITY PARK
221	City of Fort Worth	Chesapeake Exploration, LLC	19.828	Tarrant	11-Nov-10	SOUTHWEST SERVICE CENTER
222	City of Fort Worth	Four Sevens Energy Co., LLC	822.08708	Tarrant/ Johnson	27-Dec-05	SPINKS AIRPORT
223	City of Fort Worth	Chesapeake Exploration, LLC	4.527	Tarrant	2-Mar-10	SPRINGDALE PARK
224	City of Fort Worth	Chesapeake Exploration, LLC	1.630974	Tarrant	28-Jun-10	ST. LOUIS-SF RR ROW
225	City of Fort Worth	Chesapeake Exploration, LLC	4.93	Tarrant	2-Oct-09	STAGECOACH PUMP STATION
226	City of Fort Worth	Chesapeake Exploration, LLC	5.372	Tarrant	4-Jan-09	STEPHENS PARK & SEMINARY WATER TOWER
227	City of Fort Worth	Dale Property Services, L.L.C.	3.1277	Tarrant	9-Jun-09	STOCKYARDS 3.1277 (ADMIN)
228	City of Fort Worth	Dale Property Services, L.L.C.	0.285	Tarrant	27-Jan-10	STOCKYARDS II
229	City of Fort Worth	Chesapeake Exploration, LLC	0.60353	Tarrant	7-May-10	STONE ROAD DRAINAGE EASEMENT
230	City of Fort Worth	Chesapeake Exploration, LLC	0.58308126	Tarrant	31-Mar-10	SUMMER CREEK PARK
231	City of Fort Worth	Four Sevens Energy Co., LLC	0.25	Tarrant	30-Oct-09	SUNSET ACRES, BLK V, LOT 3
232	City of Fort Worth	Chesapeake Exploration, LLC	7.6	Tarrant	10-Sep-08	SUNSET HILLS PARK
233	City of Fort Worth	Chesapeake Exploration, LLC	28.164	Tarrant	5-Oct-07	SYCAMORE CREEK GOLF COURSE
234	City of Fort Worth	Chesapeake Exploration, LLC	93.769	Tarrant	3-Aug-09	SYCAMORE PARK
235	City of Fort Worth	Dale Property Services, L.L.C.	1.5919	Tarrant	14-Feb-08	SYLVANIA AVENUE ROW-ADMIN
236	City of Fort Worth	Chesapeake Exploration, LLC	28.511	Tarrant	8-Dec-11	SYLVANIA PARK
237	City of Fort Worth	Chesapeake Exploration, LLC	3.76	Tarrant	31-Mar-10	THORNY RIDGE PARK
238	City of Fort Worth	Chesapeake Exploration, LLC	7.63337906	Tarrant	19-Jul-10	TITUS PAULSEL PARK
239	City of Fort Worth	Dale Property Services, L.L.C.	25.738	Tarrant	21-Apr-09	TRAIL DRIVERS PARK - NORTH

Exhibit A
City of Fort Worth Oil and Gas Leases

<u>No.</u>	<u>Lessor</u>	<u>Original Lessee</u>	<u>Acres</u>	<u>County</u>	<u>Lease Date</u>	<u>Lease Name</u>
240	City of Fort Worth	Dale Resources, L.L.C.	36.4	Tarrant	24-Jan-07	TRAIL DRIVERS PARK - SOUTH
241	City of Fort Worth	Chesapeake Exploration, LLC	6.086	Tarrant	15-Sep-08	TRINITY BLVD ROW
242	City of Fort Worth	Chesapeake Exploration, LLC	18.3	Tarrant	3-May-10	TRINITY RIVER
243	City of Fort Worth	Four Sevens Energy Co., LLC	0.4443	Tarrant	4-Nov-09	TROY COURT EASEMENT
244	City of Fort Worth	Chesapeake Exploration, LLC	0.024	Tarrant	13-Dec-11	TRUE ACRES TRIANGLE
245	City of Fort Worth	Chesapeake Exploration, LLC	0.8178	Tarrant	3-Aug-09	UNITED COMMUNITY CENTER
246	City of Fort Worth	Chesapeake Exploration, LLC	4.505801	Tarrant	13-Jul-10	UNIVERSITY DRIVE ROW I
247	City of Fort Worth	Chesapeake Exploration, LLC	0.41064	Tarrant	13-Jul-10	UNIVERSITY DRIVE ROW II
248	City of Fort Worth	Chesapeake Exploration, LLC	4.03	Tarrant	7-Jun-07	UNIVERSITY NORTH/TRINITY
249	City of Fort Worth	Chesapeake Exploration, LLC	0.20087	Tarrant	4-Apr-12	VAN HORN, BLK L, LOT 14
250	City of Fort Worth	Chesapeake Exploration, LLC	0.169	Tarrant	5-Feb-13	VAUGHN BLVD ROW
251	City of Fort Worth	Four Sevens Energy Co., LLC	0.52	Tarrant	31-Mar-10	VETERANS MEMORIAL PARK
252	City of Fort Worth	Chesapeake Exploration, LLC	30.02	Tarrant	3-May-10	VILLAGE CREEK PARK
253	City of Fort Worth	Chesapeake Exploration, LLC	18.194	Tarrant	19-Nov-07	W H LITTLE SURVEY
254	City of Fort Worth	Chesapeake Exploration, LLC	7.347274	Tarrant	20-Feb-08	W VICKERY ROW (FACTORY PLACE ADDN)
255	City of Fort Worth	Four Sevens Energy Co., LLC	1.238	Tarrant	8-Mar-10	WAVERLY PARK STORM DRAIN
256	City of Fort Worth	Chesapeake Exploration, LLC	2.1568	Tarrant	23-Mar-10	WEST BANK CIRCLE
257	City of Fort Worth	Chesapeake Exploration, LLC	0.775	Tarrant	8-Dec-11	WEST FREEWAY WATER TOWER 2
258	City of Fort Worth	Four Sevens Energy Co., LLC	1.074	Tarrant	4-Nov-09	WHITE OAKS STORM DRAIN
259	City of Fort Worth	Chesapeake Exploration, LLC	0.172	Tarrant	18-Jul-11	WILDCAT BRANCH CHANNEL
260	City of Fort Worth	Chesapeake Exploration, LLC	0.21	Tarrant	8-Aug-13	WILHELM ST ROW
261	City of Fort Worth	Chesapeake Exploration, LLC	8.677	Tarrant	11-May-11	WILLOWCREEK PARK
262	City of Fort Worth	Chesapeake Exploration, LLC	11.95892	Tarrant	3-Oct-11	WOODHAVEN COUNTRY CLUB ESTATES, LOT 1, BLK 14A
263	City of Fort Worth	Chesapeake Exploration, LLC	0.674	Tarrant	2-Oct-09	WORTH HEIGHTS COMMUNITY CENTER
264	City of Fort Worth	Chesapeake Exploration, LLC	0.57392	Tarrant	10-Sep-08	WORTH HEIGHTS PARK
265	City of Fort Worth	Chesapeake Exploration, LLC	1.269	Tarrant	26-Aug-09	WORTH HILLS PARK
266	City of Fort Worth	Chesapeake Exploration, LLC	0.076	Tarrant	9-Oct-12	WREAY ROW
267	City of Fort Worth	Chesapeake Exploration, LLC	0.003	Tarrant	18-Jan-11	YEAGER ST ROW
268	City of Fort Worth	Chesapeake Exploration, LLC	144.446	Tarrant	15-Aug-12	Z BOAZ NORTH (GOLF COURSE)
269	City of Fort Worth	Chesapeake Exploration, LLC	1.532	Tarrant	2-Aug-10	Z BOAZ PLACE TRIANGLE
			<u>6,260.79337543</u>			