

- 9. Share of profits from the initial well on each prospect drilled by the partnership are allocated to the limited partners until they receive from such prospect an amount equal to the partnership investment in that prospect. Thereafter, 75% of the profits from each prospect are allocated to the limited partners. The limited partners are not to receive compensation other than through distribution of profits.
- 10. Substitution by a limited partner of an assignee:
Substitution may be made with written consent of the General Partner if an assignor shall have designated his intention to substitute in the instrument of assignment. Sales of partnership interests are subject to a 60-day option in favor of the General Partner to purchase.
- 11. Admission of new limited Partners:
New Limited Partners may be admitted with the unanimous consent of all the partners on payment of such capital contributions and other terms as all of the partners shall decide.
- 12. Priority among limited partners:
None.
- 13. Continuance of business on death, retirement or insanity of general partner:
The right of continuance is provided by the partnership agreement.
- 14. Right of limited partner to demand property other than cash in return for his contribution:
None, however, on dissolution the remaining properties of the partnership shall be distributed to all of the partners in the proportions agreed upon.
- 15. The property of the partnership exceeds the amount sufficient to discharge its liabilities to persons not claiming as general or limited partners by an amount greater than the sum of the contributions of its limited partners.
- 16. The General Partner and each of the limited partners have executed in counterpart a partnership agreement in accordance with applicable law. This certificate is executed by the General Partner for itself and in behalf of the limited partners for the purpose of furnishing notice through recording of the existence of such limited partnership.

Limited Partners:

Louis P. Bansbach, Jr.
Roger O. Brown
EES Associates
Franklin Supply Company
M. C. Hoffman
John D. Mabie
John T. Pierson
Leo Sade