## Robert W. Parkin City Attorney of Long Beach 333 West Ocean Boulevard ong Beach, California 90803 Telephone 590-6061

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#### SIXTH AGREEMENT AMENDING

### RECREATION PARK OIL AND GAS LEASE

7702

THIS SIXTH AGREEMENT AMENDING LEASE is made and entered into this 3cTL day of 1982, by and between the CITY OF LONG BEACH, a municipal corporation, and ALAMITOS LAND COMPANY, a California corporation (hereinafter referred to collectively as "LESSORS"), ELLIOTT & TEN EYCK, LTD., a limited partnership (hereinafter referred to as "ELLIOTT & TEN EYCK") and McFARLAND ENERGY, INC. (hereinafter referred to as "McFARLAND").

WHEREAS, under date of September 6, 1962, City of Long Beach and Alamitos Land Company, as Lessors, and J. A. Campbell, H. H. Herder and Herbell Oil Exploration Company, a general partnership, entered into an oil and gas lease ("Lease") dated September 6, 1962 granting (i) subsurface mineral rights on and under those lands described on Exhibit "1" attached hereto and made a part hereof (said lands are hereinafter referred to as the "subject lands"), (ii) surface rights for the purpose of conducting drilling and producing operations on a parcel located within the subject lands and described on Exhibit "2" attached hereto and made a part hereof (hereinafter the "drill site lands"), and (iii) all necessary surface and subsurface easements and rights-of-way across the subject lands.

WHEREAS, by assignment, dated September 6, 1962, all right, title and interest of J. A. Campbell, H. H. Herder and Herbell Oil Exploration Company, a general partnership, as Lessee in the Lease was assigned, transferred and conveyed to ELLIOTT & TEN EYCK'S and McFARLAND'S predecessors in interest, Herbell Oil

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Exploration Company, a limited partnership formed under the laws of the State of California, by a limited partnership agreement made and entered into as of the 6th day of September, 1962, and William P. Herder and H. H. Herder are now the general partners in said limited partnership.

WHEREAS, the First Agreement Amending Recreation Park Oil and Gas Lease, dated September 15, 1969, settled certain differences among the parties.

WHEREAS, the Second Agreement Amending Recreation Park Oil and Gas Lease, dated March 5, 1970, corrected certain inadvertent errors contained in said First Agreement Amending Recreation Park Oil and Gas Lease.

WHEREAS, the Third Agreement Amending Recreation Park Oil and Gas Lease, dated June 10, 1971, settled certain misunderstandings in accounting for dry gas.

WHEREAS, the Fourth Agreement Amending Recreation Park Oil and Gas Lease, dated April 27, 1979, resolved certain matters relative to a substitute for a faithful performance bond and 19 | relative to prices to be paid to LESSORS, and further provided  $20\,\|$  for new development work and an allocation of costs and an apportionment of working interest with regard to such new development work.

WHEREAS, the Fifth Amendment Amending Recreation Park 24 Oil and Gas Lease, dated April 21, 1982, resolved certain matters with reference to new development work and certain other matters because of changed circumstances.

WHEREAS, HERBELL OIL EXPLORATION COMPANY as assignor, ELLIOTT & TEN EYCK as assignee and the CITY OF LONG BEACH and

ALAMITOS LAND COMPANY as consenting LESSORS, entered into an ASSIGNMENT AND CONSENT RE RECREATION PARK OIL AND GAS LEASE -- ELLIOTT & TEN EYCK, LTD., dated April 26, 1982, in which HERBELL OIL EXPLORATION COMPANY assigned all of its right, title and interest in and to the LEASE to ELLIOTT & TEN EYCK with respect to (i) all of the portion of the subject lands lying in a southerly direction from the north border or edge of Seventh Street at its present location as reflected in maps on file with the City of Long Beach, and (ii) all necessary surface and subsurface easements and rights-of-way across the subject lands (said lands are hereinafter collectively referred to as the "SOUTH OPERATIONS AREA"), subject to certain terms and conditions contained therein.

WHEREAS, HERBELL OIL EXPLORATION COMPANY, as assignor, McFARLAND ENERGY, INC. as assignee and the CITY OF LONG BEACH and ALAMITOS LAND COMPANY as consenting LESSORS, entered into an ASSIGNMENT AND CONSENT RE RECREATION PARK OIL AND GAS LEASE -- McFARLAND ENERGY INC. dated April 23, 1982, in which HERBELL OIL EXPLORATION COMPANY assigned all of its right, title and interest in and to the LEASE to McFARLAND with respect to (i) the drill site lands, (ii) all of that portion of the subject lands lying in a northerly direction from the north border or edge of Seventh Street at its present location as reflected in maps on file with the City of Long Beach, and (iii) all necessary surface and subsurface easements and rights-of-way across the subject lands (said lands are hereinafter collectively referred to as the "NORTH OPERATIONS AREA"), subject to certain terms and conditions contained therein.

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WHEREAS, the parties have discovered that a certain parcel of land which was intended to be included within the subsurface acreage to be conveyed under the LEASE was inadvertently and mistakenly excluded.

WHEREAS, the parties desire to amend the LEASE to include said excluded land and desire to include such excluded land within the SOUTH OPERATIONS AREA.

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties hereto agree that the LEASE as previously amended, be, and the same is hereby further amended in the following respects:

- It is hereby agreed that as of the date of execution of this Sixth Agreement Amending Recreation Park Oil and Gas Lease by LESSORS, that the subject lands described in Exhibit "l" herein, under which subsurface mineral rights have been granted under the LEASE, shall be expanded to include the land described in Exhibit "3" attached hereto and incorporated herein (hereinafter referred to as the "Excluded Lands").
- The Excluded Lands shall be included within the 21 SOUTH OPERATIONS AREA.
  - Except as expressly provided herein, the LEASE, as previously amended, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Sixth Agreement Amending Recreation Park Oil and Gas Lease

Robert W. Parkin City Attorney of Long Beach 333 West Ocean Boulevard Long Beach, California 90802 Telephone 590-6061

1	as of the day and year first her	ein written.
2		LESSORS
3	this day of July,	CITY OF LONG BEACH, a municipal corporation
5 6 7	M: West flent	ALAMITOS LAND COMPANY, a California corporation
8 9 10		By: Slenels Six
11 12	DATED: August 5, 1982	By: hand Mightus Secretary
<ul><li>13</li><li>14</li><li>15</li></ul>		LESSEES ELLIOTT & TEN EYCK, LTD.
16 17	4	By Daniel W. Elliott, Jr.
18 19	DATED: August 2, 1982	By Warren E. Ten Eyck
20		McFARLAND ENERGY, INC.
22		By: Sacre, Jr. Vice President  By:
<ul><li>24</li><li>25</li></ul>		~ 1 ·
26	PWD•hih	
28	RWP:bjh 7/15/82 D-185	

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1	STATE OF CALIFORNIA ) ) ss.
2	COUNTY OF LOS ANGELES)
3	On AUG 11 1982 , 1982, before me, the undersigned, a Notary Public in and for said state, personally
4	appeared JOHN E. DEVER known to me to be the City Manager of the CITY OF LONG BEACH, the municipal corporation that executed
5	the within instrument, known to me to be the person who executed the within instrument on behalf of the CITY OF LONG BEACH and
6	acknowledged to me that such corporation executed the same.
7	WITNESS my hand and official seal.
8	OFFICIAL SEAL Jalun Burne
9	JO ANN BURNS State State
10	PRINCIPAL OFFICE IN LOS ANGELES COUNTY MY COMMISSION EXPIRES MARCH 12, 1985
11	
12	STATE OF CALIFORNIA ) ) ss.
13	COUNTY OF LOS ANGELES)
14	On Avoust 5 1972, 1982, before me, the undersigned, a Notary Public in and for said state, personally
15	appeared Llewellyn Rixby, Tr. known to me to be the President, and Darrell Neighburg known to me to be the
16	Secretary of ALAMITOS LAND COMPANY, known to me to be the persons who executed the within instrument on behalf of ALAMITOS
17	LAND COMPANY, and acknowledged to me that such corporation executed the within instrument pursuant to its bylaws or a
18	resolution of its board of directors.
19	WITNESS my hand and official seal.
20	MARILYN BURT
21	Notary Public - Colifornia PRINCIPAL OFFICE IN Notary Public in and for said
22	LOS ANGELES COUNTY State My Commission Expires March 30, 1984
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1	STATE OF CALIFORNIA )
2	COUNTY OF LOS ANGELES)
3	On, 1982, before me, the undersigned, a Notary Public in and for said state, personally
4	appeared known to me to be the general partner of McFARLAND ENERGY, INC., and acknowleged
5	to me that such partnership executed the same.
6	WITNESS my hand and official seal.
7	
8	Notary Public in and for said State
9	
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11	STATE OF CALIFORNIA) ) ss.
12	COUNTY OF ORANGE )
13	On
14	appeared DANIEL W. ELLIOTT, JR., and WARREN E. TEN EYCK, known to me to be the general partners of ELLIOTT AND TEN EYCK, LTD.
15	a limited partnership, and acknowleded to me that such partner-ship executed the same.
16	
17	WITNESS my hand and official seal.
18	Margo L. Bedov Notary Public in and for said
19	Notary Public in and for said State
20	OFFICIAL SEAL
21	MARGO I. BEDOR NOTARY PUBLIC - CALIFORNIA PRINCIPAL OFFICE IN
22	ORANGE COUNTY My Commission Exp. Mar. 28, 1985
23	
24	

State of <u>CALIFORNIA</u>	)	On this the 30th day of July 1982, before me
County of LOS ANGELES	$\left.\right\}$ ss.	Alice E. Troughton
		the undersigned Notary Public, personally appeared
		Leverett P. Sacre, Jr.
		□ personally known to me
		<ul> <li>proved to me on the basis of satisfactory evidence</li> </ul>
		to be the person(s) who executed the within instrument as  Vice President or on behalf of the corporation thereir
ALICE E. TROUGHTON Notary Public - Californio PRINCIPAL OFFICE IN LOS ANGELES COUNTY My Commission Expires May 6, 1983	named, and acknowledged to me that the corporation executed it.	
	WITNESS my hand and official seal.	
	Notary's Signature  Notary's Signature	

SUBJECT LANDS

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That portion of the Alamitos Tract, as per map recorded in Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles County, more particularly described as follows:

Beginning at the Northeast corner of Farm Lot No. 81, of said Alamitos Tract; thence East along the Southerly side of Anaheim Road 2670.92' more or less, to its intersection with the Northeasterly line of said Alamitos Tract; thence South 48° 33' 30" East along said Northeasterly line 1564.97' more or less to its intersection with the West line of Santiago Avenue; thence South along said west line of Santiago Avenue 2195.27' more or less to the North line of Sixth Street; thence West along said North line of Sixth Street 990.66' to a point; thence South 30' to the Northerly line of Farm Lot #193 of said Alamitos Tract; thence West along the Northerly line of Farm Lots #193 and #194 of said Alamitos Tract 1096.31' more or less to its intersection with the Westerly line of the right of way formerly owned by the Pacific Electric Railway; thence North 43° 53' 45" West along the Westerly line of said right of way 713.60' more or less to its intersection with the East line of Santa Fe Avenue; thence North along said East line 68.51' to the Northwest corner of Farm Lot #187 of said Alamitos Tract; thence North 43° 53' 45" West 149.13' more or less, to the Southeast corner of Farm Lot #131 of said Alamitos Tract; thence West 65.92' more or less to the Westerly line of the said right of way; thence North 43° 53' 45" West 293.54' along the Westerly line of said right of way to a point; thence continuing along said right of way along a curve concave to the right with a radius of 1480.19' and the bearing of whose tangent at the point of beginning is North 43° 53' 45" West 508' more or less, to its intersection with the Northerly line of said Farm Lot #131; thence West 34.45' to the Southeast corner of Farm Lot #127 of said Alamitos Tract; thence North along the Easterly line of said Farm Lot #127 83.23' more or less to its intersection with the continuation of said curve heretofore described; thence continuing along said curve along the Westerly line of said right of way 58.52'; thence North 18° 28' 45" West along the Westerly line of said right of way 518.73' to its intersection with the South line of Tenth Street; thence East 50.08' to the Northeast corner of Farm Lot #127 of said Alamitos Tract; thence North 18° 28' 45" West along the Easterly line of Farm Lots #82 and #81 of said Alamitos Tract 1381.43' more or less to the point of beginning;

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PARCEL NO. 1

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#### PARCEL NO. 2:

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That portion of the Alamitos Tract, as per map recorded in Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles County, more particularly described as:

The West five (5) acres of Farm Lot #193 of said Alamitos Tract; acreage estimated to street centers;

#### PARCEL NO. 3:

That portion of the Alamitos Tract, as per map recorded in Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles County, more particularly described as:

The West ten (10) acres of Farm Lot #194 of said Tract, but excepting therefrom any portion thereof, conveyed to Pacific Electric Railway, a corporation, by deed recorded in Book 1929, page 47, of Deeds, Records of said County; acreage estimated to street centers;

#### PARCEL NO. 4:

That portion of the Alamitos Tract, as per map recorded in Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles County, more particularly described as:

That portion of Farm Lot #215, of said Tract lying North of the right of way of the Pacific Electric Railway;

#### PARCEL NO. 5:

That portion of the Alamitos Tract, as per map recorded in Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles County, more particularly described as:

The South 275' of the North 305' of the West 300' of Farm Lot #216, of said Tract.

#### EXHIBIT "2"

#### DRILL SITE LANDS

That portion of Lot A, Tract No. 5884, in the City of Long Beach, County of Los Angeles, State of California, as per map recorded in Book 62, page 38 of Maps in the office of the County Recorder of said County, more particularly described as follows:

Beginning at the southeast corner of Block 131 of the Alamitos Tract as shown on said map; thence South 43° 53' 45" East, 41.63 feet, along the westerly line of said Tract No. 5884, to the centerline of Seventh Street; thence North 89° 59' 29" East, 1506.08 feet, along the centerline of the public thoroughfare known as Seventh Street; thence North 0° 00' 31" West, 190 feet, at right angles to last said centerline, to the true point of beginning of this description; thence continuing North 0° 00' 31" West, 150.00 feet; thence North 89° 59' 29" East, 290.40 feet; thence South 0° 00' 31" East, 150.00 feet; thence South 89° 59' 29" West, 290.40 feet to the true point of beginning.

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#### EXHIBIT "3"

A parcel of land comprising 10 acres, more or less, in the County of Los Angeles, the particular description of which is as follows:

East 10 acres of Lot 194 Alamitos Tract, as per map recorded in Book 36, Pages 37 to 44, of Miscellaneous Records, and including Tract No. 1569, as per map recorded in Book 20, Page 41 of Maps, all in the office of the County Recorder of the County of Los Angeles.

CEVIED 1978 Will 1978 Will 1982 1981

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