

2<sup>nd</sup> AMENDMENT TO  
DECLARATION OF POOLED UNIT  
MOCKINGBIRD UNIT

THE STATE OF TEXAS  
COUNTIES OF MIDLAND

§  
§  
§

KNOW ALL BY THESE PRESENTS:

WHEREAS, MCM OPERATING, LLC, Operator, Individually and as Operator, agent and attorney-in-fact for the following Non-Operators: MCM Exploration Company, LLC; MCM Mockingbird Holdings, LLC; 2021 Permian Basin JV, GP; Ruby Elizabeth Gearn Family Trust; Geary D. Gearn Family Trust; Voyage Upstream, LLC; Voyage Energy, LP; SLP Holdings, LLC; Incline Permian II, LLC; TMT Energy Resources, Inc.; TMT Energy Development, LLC; S.E.S. Investments, Ltd.; PBEX, LLC; First Southern Funding, LLC; Red River Holdings, LLC; Magnum Producing, LP; PEO Lone Star, LLC; 2-B Energy Holdings, LLC; Rowland Exploration & Production, LLC and Veritas Permian Resources III, LLC, whose address is P.O. Box 1540, Midland, Texas 79702 ("Operator and Non-Operators"), executed the Declaration of Pooled Unit Mockingbird Unit dated January 31, 2022 ("Agreement"), by and between Operator and Non Operators, as evidenced by the Agreement recorded as Instrument No. 2022-3079 and executed an Amendment to Declaration of Pooled Unit Mockingbird Unit dated October 1, 2023 ("Amendment"), by and between Operator and Non Operators, as evidenced by the Amendment recorded as Instrument No. 2022-29670, both of the Real Property Records of Midland County, Texas, covering all or a portion of the following described property ("Lands"):

A 648.0865-acre pooled unit, more or less, situated in the H.P. Hilliard Survey, Abstract 15, Section 6, Block X, and the T&P RR Co. Survey, Abstract No. 681, Section 18, Block 39, Township 1 South, Midland County, Texas.

WHEREAS, Operator and Non-Operators desire to amend the Agreement to include additional leases listed on Exhibit A ("Additional Leases") and more accurately describe the acreage of the Lands.

NOW THEREFORE, Operator and Non-Operators hereby amend the Agreement to include the Additional Leases and the description of the Lands is hereby replaced by following description:

A 648.0865-acre pooled unit, more or less, situated in the H.P. Hilliard Survey, Abstract 15, Section 6, Block X, and the T&P RR Co. Survey, Abstract No. 681, Section 18, Block 39, Township 1 South, Midland County, Texas.

For adequate consideration, the sufficiency of which is hereby acknowledged, Operator and Non-Operators ratifies, revives, approves, confirms and adopts the Agreement, as amended hereby, as if the same had been originally included in the Agreement. All terms, covenants and other provisions of the Agreement, as amended, are hereby incorporated into this instrument, which is made only to amend the Agreement to include the Additional Leases, and not meant to alter any other terms of the Agreement in any way.

This instrument is executed as of the acknowledgment date below, but effective for all purposes as of December 1, 2022.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]  
(signature pages follow)



EXHIBIT A

Attached to and made a part of that Amendment to Declaration of Pooled Unit Mockingbird Unit dated effective December 1, 2022, by and between MCM OPERATING, LLC, Operator, Individually and as Operator, agent and attorney-in-fact for the following Non-Operators: MCM Exploration Company, LLC; MCM Mockingbird Holdings, LLC; 2021 Permian Basin JV, GP; Ruby Elizabeth Gearm Family Trust; Gearm D. Gearm Family Trust; Voyage Upstream, LLC; Voyage Energy, LP; TMT Holdings, LLC; Incline Permian II, LLC; TMT Energy Resources, Inc.; TMT Energy Development, LLC; S.E.S. Investments, Ltd.; PBEX, LLC; First Southern Funding, LLC; Red River Holdings, LLC; Magnum Producing, LP; PEO Lone Star, LLC; 2-B Energy Holdings, LLC; Permian Exploration & Production, LLC and Veritas Permian Resources III, LLC.

**ADDITIONAL LEASES**

- 1) LESSOR: VA7 NEWPORT MIDLAND, LLC
- LESSEE: MCM EXPLORATION COMPANY, LLC
- DATE: 5/13/2022
- RECORDED: 2022-34589 OPR OF MIDLAND COUNTY
- LANDS: 12.009 ACRES OF LAND, MORE OR LESS, KNOWN AS LOT 1A & 1B, BLOCK 42, FAIRMONT PARK ADDITION SECTION 3, AN ADDITION TO THE CITY OF MIDLAND, MIDLAND COUNTY, TEXAS, ACCORDING TO THE MAP OR PLAT THEREOF RECORDED IN CABINET C, PAGE 68, OF THE PLAT RECORDS OF MIDLAND COUNTY, TEXAS.

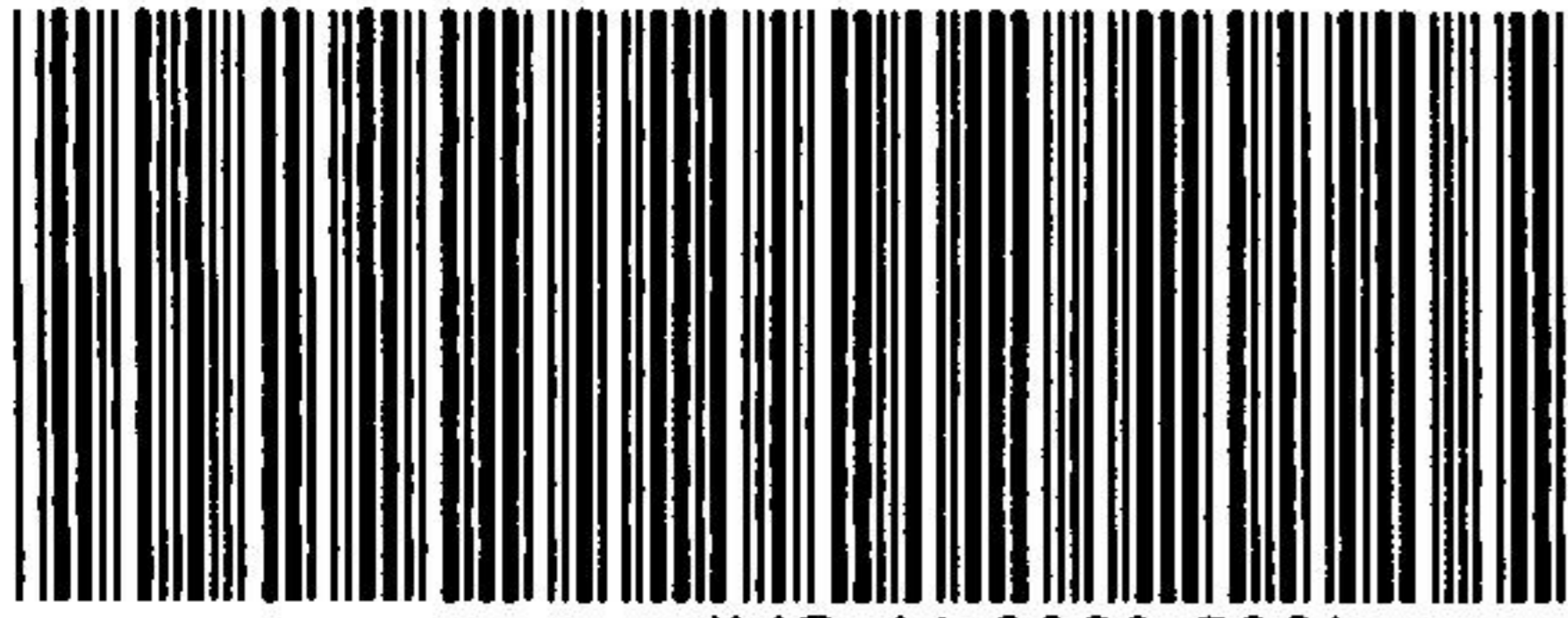
[END OF EXHIBIT A]

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\*VG-41-2023-583\*

Midland County  
Alison Haley  
Midland County Clerk

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Instrument Number: 583

Real Property Recordings

Recorded On: January 09, 2023 11:44 AM

Number of Pages: 4

" Examined and Charged as Follows: "

Total Recording: \$34.00

Midland County Clerk Unofficial Copy

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\*\*\*\*\* THIS PAGE IS PART OF THE INSTRUMENT \*\*\*\*\*

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.

File Information:

Document Number: 583  
Receipt Number: 20230109000084  
Recorded Date/Time: January 09, 2023 11:44 AM  
User: Kelly K  
Station: cc207

Record and Return To:

MCM OPERATING LLC  
ATTN: LEIGHA MCBRIDE  
223 W WALL STREET SUITE 400  
MIDLAND TX 79701

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STATE OF TEXAS  
Midland County

I hereby certify that this Instrument was filed in the File Number sequence on the date/time printed hereon, and was duly recorded in the Official Records of Midland County, Texas

Alison Haley  
Midland County Clerk  
Midland County, TX