

3rd AMENDMENT TO  
DECLARATION OF POOLED UNIT  
MOCKINGBIRD UNIT

THE STATE OF TEXAS  
COUNTIES OF MIDLAND

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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; 2022 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.; Impact Investing Charitable Trust; 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; executed an Amendment to Declaration of Pooled Unit Mockingbird Unit dated October 1, 2022 (“Amendment”), by and between Operator and Non Operators, as evidenced by the Amendment recorded as Instrument No. 2022-29670; and executed the 2<sup>nd</sup> Amendment to Declaration of Pooled Unit dated December 1, 2022 (“2<sup>nd</sup> Amendment”), by and between Operator and Non-Operators, as evidenced by the 2<sup>nd</sup> Amendment recorded as Instrument No. 2023-583, all of the Real Property Records of Midland County, Texas covering all or a portion of the following described property (“Lands”:

648.08-acre pooled unit, more or less, situated in the H.P. Hillier Survey, Abstract 15, Section 6, Block X, and the T&P RR Company 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”).

NOW THEREFORE, Operator and Non-Operators hereby amend the Agreement to include the Additional Leases.

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 Lease, 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 August 1, 2023.

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

This 3<sup>rd</sup> Amendment of Declaration of Pooled Unit- Mockingbird Unit is executed as of the date of the acknowledgment of the undersigned's signature, but shall be deemed effective for all purposes as of the Effective Date stated above.

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;
- 2022 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.;
- Impact Investing Charitable Trust;
- 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;
- Veritas Permian Resources III, LLC

By:   
Matthew Chitwood, Vice-President


ACKNOWLEDGMENT

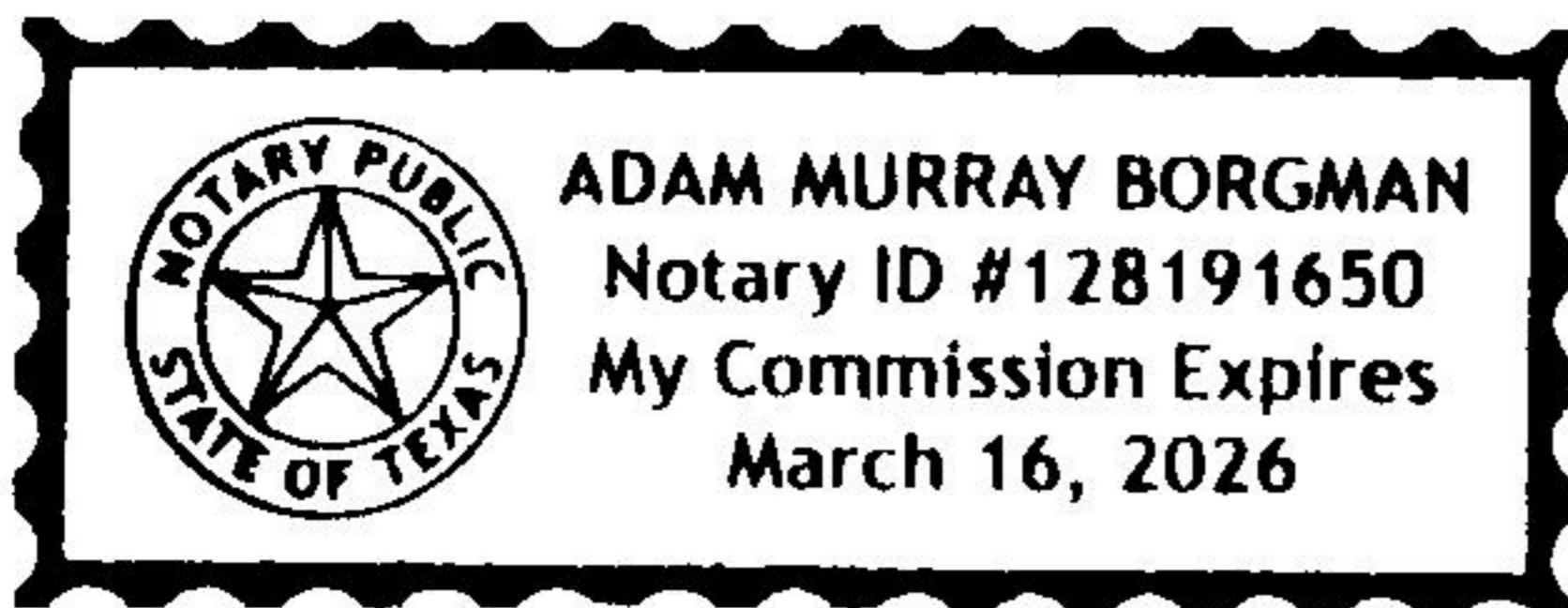
THE STATE OF TEXAS

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COUNTY OF MIDLAND

This instrument was acknowledged before me on July 24, 2023, by Matthew Chitwood, Vice-President of MCM Operating, LLC, Individually and as Operator, agent, and attorney-in-fact for MCM Exploration Company, LLC; MCM Mockingbird Holdings, LLC; 2021 Permian Basin JV, GP; 2022 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.; Impact Investing Charitable Trust; 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, as Non-Operators.

  
Notary Public, State of Texas



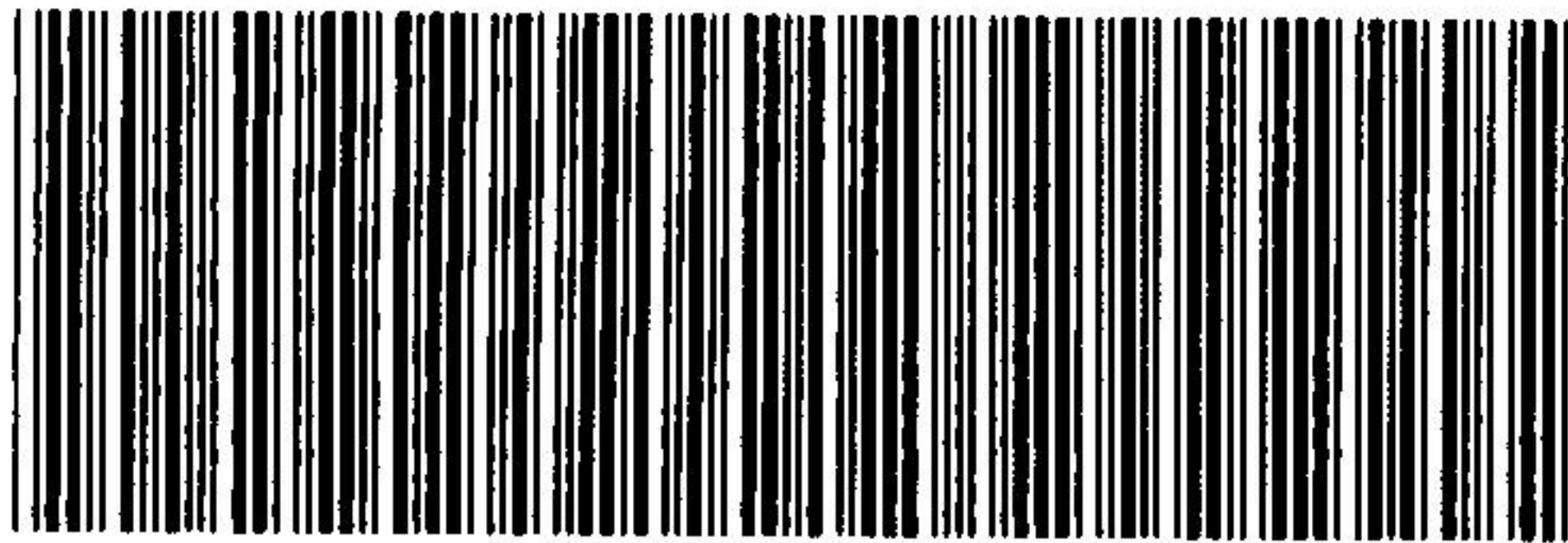
**EXHIBIT A**

Attached to and made a part of that 3<sup>rd</sup> Amendment to Declaration of Pooled Unit- Mockingbird Unit dated effective August 1, 2023, 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 U, GP; 2022 Permian Basin W, GP; Ruby Elizabeth Gearn Family Trust; Geary D. Gearn Family Trust; Voyage Upstream, LLC; Voyage Energy, LP; SLP Holdings, LLC; Incline Permian, LLC; TMT Energy Resources, Inc.; TMT Energy Development, LLC; S.E.S. Investments, Ltd; Impact Investing Charitable Trust; 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.

**ADDITIONAL LEASE**

- 1) LESSOR: ROCK HOUSE RESIDENTIAL PROPERTIES, LTD.  
 LESSEE: MCM EXPLORATION COMPANY, LLC  
 DATE: 5/30/2023  
 RECORDED: 2023-14928 OPR OF MIDLAND COUNTY  
 LANDS: LOT 4, BLOCK 18 OF THE NORTHGATE ADDITION SECTION 4 OF THE CITY OF MIDLAND AS RECORDED AT PLAT CABINET C, PAGE 58, PLAT RECORDS, MIDLAND COUNTY, TEXAS.
  
- 2) LESSOR: MEGAN SENA, INDIVIDUALLY AND AS SOLE PARENT AND GUARDIAN OF ZOE H. BILBREY  
 LESSEE: MCM MOCKINGBIRD HOLDINGS, LLC  
 DATE: 8/1/2023  
 RECORDED: \_\_\_\_\_ OPR OF MIDLAND COUNTY  
 LANDS: LOT 6, BLOCK 15 OF THE NORTHGATE ADDITION SECTION 4 OF THE CITY OF MIDLAND AS RECORDED AT PLAT CABINET C, PAGE 58, PLAT RECORDS, MIDLAND COUNTY, TEXAS.
  
- 3) LESSOR: STEPHEN MANCHA, A SINGLE MAN  
 LESSEE: MCM MOCKINGBIRD HOLDINGS, LLC  
 DATE: 8/1/2023  
 RECORDED: \_\_\_\_\_ OPR OF MIDLAND COUNTY  
 LANDS: LOT 14, BLOCK 5 OF THE NORTHGATE ADDITION SECTION 1 OF THE CITY OF MIDLAND AS RECORDED AT PLAT CABINET B, PAGE 397, PLAT RECORDS, MIDLAND COUNTY, TEXAS.

[END OF EXHIBIT A]



\*VG-41-2023-17785\*

Midland County  
Alison Haley  
Midland County Clerk

Midland County Clerk Unofficial Copy

Midland County Clerk Unofficial Copy

Instrument Number: 17785

Real Property Recordings

Recorded On: July 24, 2023 03:34 PM

Number of Pages: 4

" Examined and Charged as Follows: "

Total Recording: \$38.50

Midland County Clerk Unofficial Copy

Midland County Clerk Unofficial Copy

\*\*\*\*\* 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: 17785  
Receipt Number: 20230724000178  
Recorded Date/Time: July 24, 2023 03:34 PM  
User: Amanda D  
Station: cc10299

Record and Return To:

MCM ENERGY  
PO BOX 1540  
MIDLAND TX 79702

Midland County Clerk Unofficial Copy

Midland County Clerk Unofficial Copy



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