



Exploration Offshore, L.L.C.

RECEIVED
ADJUDICATION SECTION
FEB 07 2025

February 7, 2025

VIA EMAIL

Bureau of Ocean Energy Management
Gulf of Mexico OCS Region
1201 Elmwood Park Blvd., MS WS 231A
New Orleans, Louisiana 70123-2394

ATTN: Adjudication Unit

**RE: Fourth Amendment of Memorandum of Operating Agreement, Mortgage, Security Agreement and Financing Statement
W/2 of OCS-G 25098, Mississippi Canyon Block 546
MC 546 W/2 (Abilene Prospect)**

Ladies and Gentlemen:

Enclosed please find the following document:

Title of Document: Fourth Amendment of Memorandum of Operating Agreement, Mortgage, Security Agreement and Financing Statement

Identities of Parties to the Document: By and between LLOG Exploration Offshore, L.L.C., LLOG Omega Holdings, L.L.C., CNOOC Petroleum U.S.A. Inc., LLOG Deepwater Development Company II, L.L.C., Westlawn GOM Asset 4 Holdco LLC and KUSA Inc.

Lease Affected: The W/2 of OCS-G 25098 (MC 546)

Category to be Filed: 3 = UCC Filings and Financial Statement

Service Fees: pay.gov receipt in payment of the fee incurred by this request is attached

Once this document has been filed as requested, I would appreciate your stamping and returning one (1) copy to my attention via email. In the meantime, please do not hesitate to contact me should you have any questions or need any additional information at (985) 801-4794 or rachael.francioni@llog.com.

Yours very truly,

LLOG Exploration Offshore, L.L.C.

Rachael L. Francioni
Land Specialist

Attachment

Plaquemines Parish Recording Page

Kim Turlich-Vaughan
Clerk of Court
PO Box 40
Belle Chasse, LA 70037
(504) 934-6610

RECEIVED
ADJUDICATION SECTION
FEB 07 2025

Received From :

LLOG EXPLORATION CO LLC
1001 OCHSNER BLVD STE 100
COVINGTON, LA 70433

First VENDOR

LLOG EXPLORATION OFFSHORE LLC

First VENDEE

LLOG EXPLORATION OFFSHORE LLC

Index Type : CONVEYANCE

File Number : 2025-00000336

Type of Document : AMENDMENT

Book : 1485

Page : 252

Recording Pages : 14

Recorded Information

I hereby certify that the attached document was filed for registry and recorded in the Clerk of Court's office for Plaquemines Parish, Louisiana.

This instrument was eRecorded.

On (Recorded Date) : 02/04/2025

At (Recorded Time) : 2:12:34PM

CLERK OF COURT
KIM TURLICH-VAUGHAN
Parish of Plaquemines
I certify that this is a true copy of the attached
document that was filed for registry and
Recorded 02/04/2025 at 2:12:34
Recorded in Book 1485 Page 252
File Number 2025-00000336



Clerk of Court



Return To : LLOG EXPLORATION CO LLC
1001 OCHSNER BLVD STE 100
COVINGTON, LA 70433

Plaquemines Parish Recording Page

Kim Turlich-Vaughan
Clerk of Court
PO Box 40
Belle Chasse, LA 70037
(504) 934-6610

Received From :

LLOG EXPLORATION CO LLC
1001 OCHSNER BLVD STE 100
COVINGTON, LA 70433

First MORTGAGOR

LLOG EXPLORATION OFFSHORE LLC

First MORTGAGEE

LLOG EXPLORATION OFFSHORE LLC

Index Type : MORTGAGE

File # : 2025-00000337

Type of Document : AMENDMENT

Book : 863

Page : 150

Recording Pages : 14

Recorded Information

I hereby certify that the attached document was filed for registry and recorded in the Clerk of Court's office for Plaquemines Parish, Louisiana.

This instrument was eRecorded.

On (Recorded Date) : 02/04/2025

At (Recorded Time) : 2:16:03PM

CLERK OF COURT
KIM TURLICH-VAUGHAN
Parish of Plaquemines
I certify that this is a true copy of the attached
document that was filed for registry and
Recorded 02/04/2025 at 2:16:03
Recorded in Book 863 Page 150
File Number 2025-00000337



Clerk of Court



Return To : LLOG EXPLORATION CO LLC
1001 OCHSNER BLVD STE 100
COVINGTON, LA 70433

Execution Copy

**FOURTH AMENDMENT OF MEMORANDUM OF
OPERATING AGREEMENT, MORTGAGE, SECURITY AGREEMENT AND
FINANCING STATEMENT**

This Fourth Amendment of Memorandum of Operating Agreement, Mortgage, Security Agreement and Financing Statement (the “*Fourth Amendment*”) is made effective as of November 1, 2023 and entered into by and among LLOG Exploration Offshore, L.L.C., (“*LEO*”), LLOG Omega Holdings, L.L.C. (“*LOH*”), CNOOC Petroleum U.S.A. Inc. (“*CNOOC*” formerly Nexen Petroleum Offshore U.S.A. Inc (“*Nexen*”), LLOG Deepwater Development Company II, L.L.C. (“*LDDC*”), Westlawn GOM Asset 4 Holdco LLC (“*Westlawn*”) and KUSA Inc. (“*KUSA*”).

WHEREAS, by instrument dated effective December 1, 2014, LEO, LOH and Nexen entered into that certain Offshore Deepwater Operating Agreement (the “*OOA*”), as amended, having a contract area consisting of the west half (W/2) of Mississippi Canyon 546, INSO FAR AND ONLY INSO FAR as said lease covers those depths from 13,000’ TVD to 18,500’ TVD, covered by lease bearing serial number OCS-G 25098, such area and lease is hereinafter referred to as the “*Lease*” and such contract area hereinafter referred to as the “*Abilene Prospect*”;

WHEREAS, by instrument dated effective December 1, 2014, LEO, LOH and Nexen entered into that certain Memorandum of Operating Agreement, Mortgage, Security Agreement and Financing Statement (the “*Original Memorandum*”) for the Abilene Prospect, which Memorandum was filed in the non-required records of the Bureau of Ocean Energy Management (“*BOEM*”) for the Lease on January 16, 2015, and recorded in the Plaquemines Parish, Louisiana records as follows:

Plaquemines Parish, Louisiana
(Original MOA)

| INDEX TYPE | BOOK | PAGE | NUMBER |
|-------------------|-------------|-------------|---------------|
| Mortgage | 656 | 476 | 2015-00000137 |
| Conveyance | 1333 | 824 | 2015-00000137 |

WHEREAS, financing statements under the Uniform Commercial Code were filed in connection with the Original Memorandum in the records of Plaquemines Parish, Louisiana and the Offices of the Secretary of State for the States of Delaware and Louisiana, as follows:

Plaquemines Parish, Louisiana

| INDEX TYPE | BOOK | PAGE | NUMBER |
|-------------------|-------------|-------------|---------------|
| UCC | 3815 | 10 | 2015-00000138 |

Offices of the Secretary of State

| STATE | NUMBER |
|--------------|---------------|
| Delaware | 2015 0231786 |
| Louisiana | 38-15-10 |

WHEREAS, by instrument dated effective December 1, 2014, LEO, LOH, Nexen and DDC entered into that certain Ratification of Memorandum of Operating Agreement, Mortgage, Security Agreement, and Financing Statement (the “*First Amendment*”), to amend the Original Memorandum to include DDC as a party to the Memorandum, which First Amendment was filed in the non-required records of the Bureau of Ocean Energy Management (“*BOEM*”) for the Lease on March 15, 2016, and recorded in the Plaquemines Parish, Louisiana records as follows:

Plaquemines Parish, Louisiana
(MOA First Amendment)

| INDEX TYPE | BOOK | PAGE | NUMBER |
|-------------------|-------------|-------------|---------------|
| Mortgage | 681 | 88 | 2016-00000939 |
| Conveyance | 1355 | 354 | 2016-00000939 |

WHEREAS, financing statement amendments under the Uniform Commercial Code were filed in connection with the First Amendment in the records of Plaquemines Parish, Louisiana and the Offices of the Secretary of State for the States of Delaware and Louisiana, as follows:

Plaquemines Parish, Louisiana

| INDEX TYPE | BOOK | PAGE | NUMBER |
|-------------------|-------------|-------------|---------------|
| UCC | 3816 | 680 | 2016-00000940 |
| UCC | 3816 | 683 | 2016-00000941 |

Offices of the Secretary of State

| STATE | NUMBER |
|--------------|---------------|
| Delaware | 20161700762 |
| Louisiana | 38-16-680 |

WHEREAS, financing statements under the Uniform Commercial Code were filed in connection with the name change from Nexen Petroleum Offshore U.S.A. Inc. to CNOOC Petroleum Offshore U.S.A. Inc. for the State of Delaware, as follows:

Offices of the Secretary of State

| STATE | NUMBER |
|--------------|---------------|
| Delaware | 20196182831 |

| | |
|----------|-------------|
| Delaware | 20196859123 |
|----------|-------------|

WHEREAS, by instrument dated effective October 1, 2023, LEO, LOH, Westlawn, CNOOC, and LDDC entered into that certain Second Amendment and Ratification of Declaration and Memorandum of Operating Agreement, Mortgage, Assignment of Leases, Pledge, Security Agreement, and Financing Statement (the “*Second Amendment*”), to further amend the Original Memorandum, as amended, which Second Amendment was filed in the non-required records of the Bureau of Ocean Energy Management (“*BOEM*”) for the Lease on January 12, 2024, and recorded in the Plaquemines Parish, Louisiana records as follows:

Plaquemines Parish, Louisiana
(MOA Second Amendment)

| INDEX TYPE | BOOK | PAGE | NUMBER |
|------------|------|------|---------------|
| Mortgage | 846 | 453 | 2023-00004235 |
| Conveyance | 1471 | 447 | 2023-00004235 |

WHEREAS, financing statement amendments under the Uniform Commercial Code were filed in connection with the Second Amendment in the records of Plaquemines Parish, Louisiana and the Offices of the Secretary of State for the States of Delaware and Louisiana, as follows:

Plaquemines Parish, Louisiana

| INDEX TYPE | BOOK | PAGE | NUMBER |
|------------|------|------|---------------|
| UCC | 3824 | 35 | 2024-00000237 |
| UCC | 3824 | 51 | 2024-00000238 |
| UCC | 3824 | 67 | 2024-00000239 |
| UCC | 3824 | 70 | 2024-00000240 |
| UCC | 3824 | 86 | 2024-00000241 |
| UCC | 3824 | 89 | 2024-00000242 |
| UCC | 3824 | 105 | 2024-00000243 |
| UCC | 3824 | 108 | 2024-00000244 |

WHEREAS, by instrument dated effective October 1, 2023, LEO, LOH, Westlawn, CNOOC, LDDC and KUSA entered into that certain Third Amendment and Ratification of Declaration and Memorandum of Operating Agreement, Mortgage, Assignment of Leases, Pledge, Security Agreement, and Financing Statement (the “*Third Amendment*,” the Third Amendment, together with the Original Memorandum, the First Amendment, and the Second Amendment, collectively, the “*Memorandum*”), to further amend the Original Memorandum, as amended, which Third Amendment was recorded in the Plaquemines Parish, Louisiana records as follows:

Plaquemines Parish, Louisiana
(MOA Third Amendment)

| INDEX TYPE | BOOK | PAGE | NUMBER |
|-------------------|-------------|-------------|---------------|
| Mortgage | 859 | 922 | 2024-00004232 |
| Conveyance | 1483 | 438 | 2024-00004232 |

WHEREAS, financing statement amendments under the Uniform Commercial Code were filed in connection with the Third Amendment in the records of Plaquemines Parish, Louisiana and the Offices of the Secretary of State for the States of Delaware and Louisiana, as follows:

Plaquemines Parish, Louisiana

| INDEX TYPE | BOOK | PAGE | NUMBER |
|-------------------|-------------|-------------|---------------|
| UCC | 3824 | 2582 | 2024-00004263 |
| UCC | 3824 | 2599 | 2024-00004264 |
| UCC | 3824 | 2616 | 2024-00004265 |

Offices of the Secretary of State

| STATE | NUMBER |
|--------------|---------------|
| Louisiana | 38-24-2582 |
| | 38-24-2599 |
| | 38-24-2616 |
| Delaware | 20247934480 |

WHEREAS, the Memorandum provides for liens on and security interests in the lands and leases covered by the Abilene Prospect, and in tangible and intangible personal property related to the development of same (all such lands, lease, and tangible and intangible property, as further and more particularly described in the Memorandum, collectively referred to herein as the “**Property**”);

WHEREAS, the Parties desire to amend the Memorandum to revise the depths covered by the Abilene Prospect such that the Abilene Prospect covers the west half (W/2) of Mississippi Canyon 546, INSO FAR AND ONLY INSO FAR as the Lease covers those depths from 12,915’ TVDSS to 18,415’ TVDSS;

NOW THEREFORE, the undersigned, who have an interest in the Lease, in consideration of the terms, conditions, recitals and stipulations contained in the Memorandum, hereby agree as follows:

1. To evidence the revision of the depths in and to the Abilene Prospect, the Parties hereby replace the existing Attachment “1” to the Memorandum with the revised Attachment “1” attached hereto as Exhibit “A” effective November 1, 2023.

2. To the extent necessary, and to the extent not previously covered by the Parties grants of mortgages, pledges and security interests provided in the Memorandum, (a) each Non-Operator hereby mortgages, pledges and grants a continuing security interest, as applicable, in favor of the Operator (being LEO) in and to all of its present and future interests in the Property to secure payment of its obligations described in the OOA and the Memorandum, all on the same terms and conditions set forth therein, and (b) the Operator's Affiliate (being LOH) hereby mortgages, pledges and grants a continuing security interest, as applicable, in favor of the other Non-Operating Parties in and to all of its present and future interests in the Property, as amended hereby, to secure payment of the Operator's (being LEO) obligations described in the OOA and the Memorandum, all on the same terms and conditions set forth therein.
3. This Fourth Amendment shall be binding upon the undersigned Parties and their respective successors and assigns.
4. Except for the matters specifically addressed in this Fourth Amendment, no other changes or modifications are made to the Memorandum and the Parties acknowledge that except as amended hereby, the Memorandum shall remain in full force and effect as originally written.

FURTHER, this Fourth Amendment is to be filed or recorded in the conveyance records, in the mortgage records and in the Uniform Commercial Code records of Plaquemines Parish, Louisiana where the Memorandum is filed, in the Secretary of State's office for the States of Delaware and Louisiana, and with the Bureau of Ocean Energy Management, thereby providing notice of the mutual liens and security interests now held by the Parties in accordance with the provisions of the OOA referenced in the Memorandum.

This Fourth Amendment may be signed in multiple counterparts, each of which shall be deemed an original and all of which shall constitute one and the same agreement.

[Signature and acknowledgement pages follow]

EXECUTED on the date set forth below, but effective as of the date first written above.

OPERATOR:

LLOG EXPLORATION OFFSHORE, L.L.C.

WITNESSES:

Corey J. Bergeron
Corey J. Bergeron
Printed Name:

Michelle L. Gonzales
Michelle L. Gonzales
Printed Name: Michelle L. Gonzales

By: *Kemberlia Ducote*
Name: **Kemberlia Ducote**
Title: **Secretary**

Date: 12/19/2024

Address:
1001 Ochsner Boulevard, Suite 100
Covington, Louisiana 70433

ACKNOWLEDGEMENT

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

On this 19th day of DECEMBER, 2024, before me appeared **Kemberlia Ducote**, to me personally known, who, being by me duly sworn, did say she is the **Secretary** of **LLOG Exploration Offshore, L.L.C.**, a Louisiana limited liability company, and that the foregoing instrument was executed on behalf of that limited liability company by authority of its Members, and she also acknowledged said instrument to be the free act and deed of said limited liability company.

Rachael L. Francioni
NOTARY PUBLIC

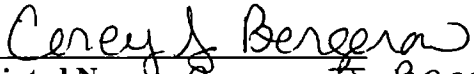

My commission is for life.

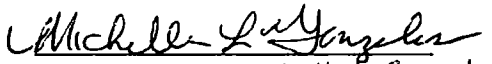


NON-OPERATOR:

WITNESSES:

LLOG OMEGA HOLDINGS, L.L.C.

 By: 
 Printed Name: Corey J. Bergeron Name: **Kemberlia Ducote**
 Title: **Secretary**

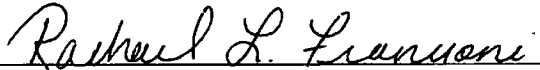

 Printed Name: Michelle L. Gonzales
 Date: 12/19/2024
 Address:
 1001 Ochsner Boulevard, Suite 100
 Covington, Louisiana 70433

ACKNOWLEDGEMENT

STATE OF LOUISIANA

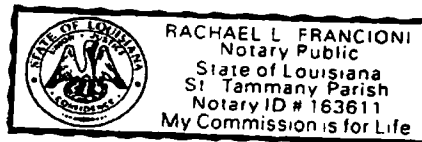
PARISH OF ST. TAMMANY

On this 19TH day of DECEMBER, 2024, before me appeared **Kemberlia Ducote**, to me personally known, who, being by me duly sworn, did say she is the **Secretary** of **LLOG Omega Holdings, L.L.C.**, a Delaware limited liability company, and that the foregoing instrument was executed on behalf of that limited liability company by authority of its Members, and she also acknowledged said instrument to be the free act and deed of said limited liability company.



NOTARY PUBLIC

My commission is for life.




NON-OPERATOR:

WITNESSES:

**LLOG DEEPWATER DEVELOPMENT
COMPANY II, L.L.C.**

Corey J. Bergeron
Printed Name: Corey J. Bergeron

By: 
Name: **Kemberlia Ducote**
Title: **Secretary**

Michelle L. Gonzales
Printed Name: Michelle L. Gonzales

Date: 12/19/2024

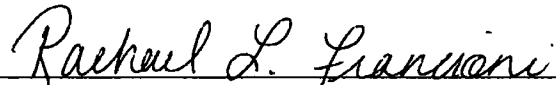
Address:
1001 Ochsner Boulevard, Suite 100
Covington, Louisiana 70433

ACKNOWLEDGEMENT

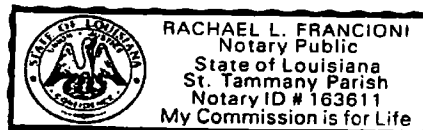
STATE OF LOUISIANA

PARISH OF ST. TAMMANY

On this 19TH day of DECEMBER, 2024, before me appeared **Kemberlia Ducote**, to me personally known, who, being by me duly sworn, did say she is the **Secretary** of **LLOG Deepwater Development Company II, L.L.C.**, a Delaware limited liability company, and that the foregoing instrument was executed on behalf of that limited liability company by authority of its Members, and she also acknowledged said instrument to be the free act and deed of said limited liability company.


NOTARY PUBLIC

My commission is for life.



NON-OPERATOR:

WITNESSES:

CNOOC PETROLEUM OFFSHORE U.S.A. INC.

Kysten James
Printed Name: KRYSTEN JAMES

By: [Signature]
Name: HEATHER DSECKI
Title: PRESIDENT & CHAIRMAN

[Signature]
Printed Name: ZACHARY BUCHANAN

Date: DEC 11 / 2024

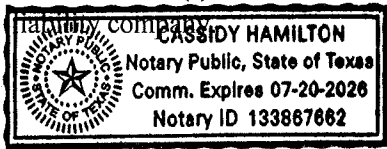
Address: 9805 Katy Freeway, Suite 675
Houston, Texas 77024

ACKNOWLEDGEMENT

STATE OF TEXAS

COUNTY OF HARRIS

On this 11th day of December, 2024, before me appeared Heather Dsecki, to me personally known, who, being by me duly sworn, did say (s)he is the President & Chairman of **CNOOC Petroleum Offshore U.S.A. Inc.**, a Delaware limited liability company, and that the foregoing instrument was executed on behalf of that limited liability company by authority of its Members, and (s)he also acknowledged said instrument to be the free act and deed of said limited



[Signature]
NOTARY PUBLIC
Cassidy Hamilton

My commission expires 07-20-2026

NON-OPERATOR:

WITNESSES:

WESTLAWN GOM ASSET 4 HOLDCO LLC

[Signature]
Printed Name: Geoffrey Streit

By: [Signature]
Name: Elisabeth Eljuri
Title: CLC & Chief Negotiator

[Signature]
Printed Name: SEABOLCS BALKANYI

Date: 01/14/2025
Address:
4801 Woodway Drive, Suite 455E
Houston, Texas 77056

ACKNOWLEDGEMENT

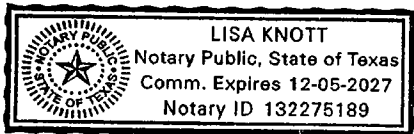
STATE OF TEXAS

COUNTY OF HARRIS

On this 14th day of January, 2025, before me appeared **Elisabeth Eljuri**, to me personally known, who, being by me duly sworn, did say she is the **CLC & Chief Negotiator** of **Westlawn GOM Asset 4 Holdco LLC**, a Delaware limited liability company, and that the foregoing instrument was executed on behalf of that limited liability company by authority of its Members, and she also acknowledged said instrument to be the free act and deed of said limited liability company.

[Signature]
NOTARY PUBLIC

My commission expires 12/05/2027



NON-OPERATOR:

KUSA INC.

WITNESSES:

Nicole Lashley
Printed Name: NICOLE LASHLEY

[Signature]
Printed Name: Bentley Fee

By: [Signature]
Name: John-Carter Murchison
Title: Director

Date: 1/30/25
Address:
251 Little Falls Drive
Wilmington, Delaware 19808

ACKNOWLEDGEMENT

STATE OF DELAWARE

COUNTY OF Harris

On this 30 day of January, 2025, before me appeared **Daniel Murnane**, to me personally known, who, being by me duly sworn, did say he is the **Secretary and Treasurer** of **KUSA Inc.**, a Delaware Corporation, and that the foregoing instrument was executed on behalf of said company by authority of its members, and he also acknowledged said instrument to be the free act and deed of said company.

[Signature]
NOTARY PUBLIC

My commission expires 04/09/26.

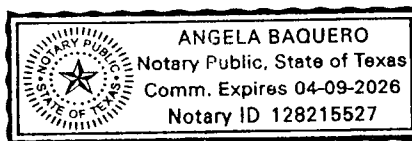


EXHIBIT "A"
ATTACHED TO AND MADE A PART OF THAT
CERTAIN FOURTH AMENDMENT OF
MEMORANDUM OF OPERATING AGREEMENT, MORTGAGE,
SECURITY AGREEMENT AND FINANCING
STATEMENT DATED EFFECTIVE NOVEMBER 1, 2023, BY AND AMONG
LLOG EXPLORATION OFFSHORE, L.L.C., AS OPERATOR,
AND KUSA INC.,
ET AL., AS NON-OPERATORS

ATTACHMENT "1"

ATTACHED TO AND MADE A PART OF THAT CERTAIN
MEMORANDUM OF OPERATING AGREEMENT,
MORTGAGE, SECURITY AGREEMENT
AND FINANCING STATEMENT DATED EFFECTIVE DECEMBER 1, 2014,
BY AND AMONG LLOG EXPLORATION OFFSHORE, L.L.C., AS OPERATOR,
AND DEEPWATER DEVELOPMENT COMPANY, LLC, AS NON-OPERATOR

DESCRIPTION OF CONTRACT AREA, LEASE AND WORKING INTEREST OF THE PARTIES

I. DESCRIPTION OF OCS LEASE AND CONTRACT AREA

Oil and Gas Lease bearing Serial No. OCS-G 25098, dated effective July 1, 2003, granted by the United States of America, as Lessor, in favor of Nexen Petroleum Offshore U.S.A. Inc. , as Lessee, covering all of Block 546, Mississippi Canyon, as shown on OCS Official Protraction Diagram, NH16-10, INsofar AND ONLY INsofar AS said lease covers only the West Half (W/2) of the Block and only as to those depths from 12,915' TVDSS down to 18,415' TVDSS (which is the same as 13,000' TVD down to 18,500' TVD).

II. WORKING INTEREST PARTIES

LLOG Omega Holdings, L.L.C.
LLOG Deepwater Development Company II, L.L.C.
Westlawn GOM Asset 4 Holdco LLC
CNOOC Petroleum Offshore U.S.A. Inc.
KUSA Inc.

III. OPERATOR

LLOG Exploration Offshore, L.L.C.

IV. ADDRESSES OF OPERATOR AND WORKING INTEREST PARTIES

| | |
|---|---|
| <p>LLOG Exploration Offshore, L.L.C. 1001 Ochsner Boulevard, Suite 100 Covington, Louisiana 70433 Attention: Land Department Phone: (985) 801-4300 Fax: (985) 801-4797 Email: LLOGLand@llog.com</p> | <p>LLOG Omega Holdings, L.L.C. LLOG Deepwater Development Company II, L.L.C. City Centre Three 842 West Sam Houston Parkway N., Ste. 600 Houston, Texas 77079 Attention: VP - Land Phone: (281) 752-1100 Fax: (281) 752-1190 Email: brett.smith@llog.com</p> |
| <p>Westlawn GOM Asset 4 Holdco LLC 4801 Woodway Drive, Suite 455E Houston, Texas 77056 Attention: Chief Operating Officer Telephone: 346-260-3868 Facsimile: 832-476-2192 Email: Gregory.Hebertson@westlawn.com</p> | <p>CNOOC Petroleum Offshore U.S.A. Inc. 9805 Katy Freeway, Suite 675 Houston, TX 77024 Attention: Krysten James Phone: (832) 714-5427 Facsimile: (832) 769-3047 Email: Krysten.James@cnoocldusa.com</p> |
| <p>KUSA Inc. 711 Louisiana Street, Suite 2050 Houston, Texas 77002 Attention: Bailey M. Fee Telephone: +1 713-203-9261 Email: bailey.fee@karoonenergy.com</p> | |

END OF EXHIBIT