

CULBERSON COUNTY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF CULBERSON, STATE OF TEXAS

TRANSFERRED HISTORIC USE PRODUCTION PERMIT

Whereas, pursuant to CULBERSON COUNTY GROUNDWATER CONSERVATION DISTRICT RULE, SEC. 5.209, Roadrunner Radiology Equipment, LLC applied in writing to the Culberson County Groundwater Conservation District on May 4, 2015, to amend HUPP010 to **TRANSFER THE PERMIT**, in name only, to Northfork Land and Cattle Company, LLC;

Whereas, the application to amend HUPP010 does not request any increase in the amount of groundwater authorized to be withdrawn in a year nor any other change other than identified herein; which is deemed to be administrative (or 'name change') only;

Now Therefore, the undersigned General Manager of the District hereby confirms and certifies that:

Northfork Land and Cattle Company, LLC

As successor to Roadrunner Radiology Equipment, LLC

PO Box 728

Granite, OK 73547

("Permittee via Transfer"), has applied for a TRANSFER of Historic Use Production Permit to withdraw and place to beneficial use groundwater from within the District, and therefore, the District, as an administrative act, hereby renames HUPP010 in the name of Roadrunner Radiology Equipment, LLC, and substitutes in its place HUPP010A, issued herein in the name of the Transferee, Northfork Land and Cattle Company, LLC, as follows:

1 Permit Category

This permit is a **Historic Use Production Permit** ("HUPP"). The transferee (or transfer permittee), and now current owner of HUPP 010A, is Northfork Land and Cattle Company, LLC. The 'Transfer Permittee' named above shall be referred to in the following portions of this document as "Permittee". By virtue of this 'Transfer', the previously issued HUPP 010 is nullified and is no longer operable or effective; however, all terms and provisions of this Transfer Permit [HUPP 010A], shall relate back to and shall encompass the exact terms and provisions of the original permit, HUPP010, save and except as specifically modified or amended by this Transfer Permit.

2 Permit Term

The term of this permit is perpetual from the date of issuance.

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3 Groundwater Source

The source of groundwater is the Wild Horse Flat Aquifer (the "Aquifer").

4 Annual Groundwater Withdrawal Amounts

Permittee may withdraw groundwater from the Aquifer for beneficial, nonwasteful use in a manner not to exceed the amount (volume) of 2,960.0 acre-feet per calendar year, subject to any proportional adjustment pursuant to Chapter 5, Subchapter B, of the District Rules. The amount of 2,960.0 acre-feet per calendar year is based on the determination by the District that the applicant owns 592.0 acres of Existing and Historic Irrigated Land, as defined in the District Rules.

5 Purpose of Use

Permittee may use Aquifer groundwater only for **agricultural uses**, as defined in the District Rules.

6 Well Name(s), Location(s), and Maximum Rate of Withdrawal

Groundwater may be withdrawn from the Aquifer only from a well(s) located at each of the location(s) and with a maximum rate of withdrawal(s) (flow rate) as listed in Exhibit A, attached and incorporated herein.

7 Measurement of Amount of Groundwater Withdrawn

Permittee may withdraw groundwater only from a well that has an operating flow meter that meets the requirements of Chapter 8 of the District Rules.

8 Ownership of Land and Place of Use of Groundwater

Exhibit B, attached and incorporated herein, is a copy of the deeds for land owned by the Permittee and provided by the Permittee in Permittee's HUPP application to the District. The District relied on the information contained in Exhibit B in granting this permit. Permittee may beneficially use Aquifer groundwater only for irrigation of agricultural crops located within the property identified in Exhibit B of this permit.

9 Well Construction, Operation, Maintenance, Closure

The well(s) identified in this permit shall be installed, equipped, operated, maintained, plugged, capped, or closed, as may be appropriate, in accordance with the District Rules and all other applicable federal, state, and local laws. Included in these requirements is the requirement that Permittee shall submit a copy of a state plugging report to the District within 60 days after capping or plugging any well.

10 Water Conservation

Withdrawals of groundwater are required to be efficiently withdrawn and used in compliance with the District Rules and the District's water conservation plan (as may be amended), and Permittee's water conservation plan as approved by the District, as may be applicable.

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11 Conveyance to Place of Use

Water authorized by this permit to be produced must be conveyed to the place of use in a manner to prevent evaporation, channel loss by percolation, or waste. Water conveyed greater than a distance of one-half mile from the wellhead where produced must be conveyed through a pipeline.

12 Meters

Permittee shall install, operate, and maintain meter(s) on the well(s) identified in this permit in compliance with the District Rules and the manufacturer's instructions.

13 Reports

Permittee shall timely file all applicable reports with the District on forms prescribed by the District as required by the District Rules, and other applicable law.

14 Fees

Permittee shall timely pay and remain current on the payment of all applicable fees to the District.

15 Groundwater Management Plan

Permittee shall withdraw and use groundwater only in accordance with the District's approved groundwater management plan, as may be amended.

16 Water Quality

Permittee shall use diligence to protect the water quality of groundwater in the District and shall comply with the District Rules on water quality and shall take no action that pollutes or contributes to the pollution of groundwater in the District.

17 Transfers

Permittee may transfer or amend this permit only in compliance with the District Rules.

18 Change of Address

The Permittee shall provide to the District written notice of any change in the mailing address of the Permittee within 30 days after such address is changed.

19 Inspections by District

Any authorized officer, employee, agent, or representative of the District shall have the right at all reasonable times to enter upon lands upon which a well may be located within the boundaries of the District, including the well(s) identified in Paragraph 6 of this permit, for the purpose of inspecting or testing such wells, meters, pumps, and the power units of a well or wells, collecting water samples, and making any other reasonable and necessary inspections and tests that may be required or necessary for the formulation or the enforcement of the permits, rules, or orders of the District. Permittee has a duty to ensure that the well site is accessible to District representatives for inspection and to cooperate fully in any reasonable inspection of the well(s) and well site by District officers, employees, agents, or representatives.

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20 Additional Conditions

This permit is issued subject to the requirements of: (1) Chapter 8816, Texas Special District Local Laws Code; (2) Chapter 36, Texas Water Code; and (3) the District Rules.

21 Enforcement

The District retains the right to take any and all enforcement actions within its legal authority to enforce compliance with the terms and conditions of this permit.

22 Continuing Jurisdiction of District

This permit is issued subject to the continuing jurisdiction of and supervision by the District, and may be amended from time-to-time consistent with applicable law, including circumstances in which the District learns that any of the information set forth in this permit is incorrect on the date issued.

23 Permit Recordation

Within 30 days of the date of issuance of this approved permit from the District, the District shall record this permit with the Culberson County Clerk.

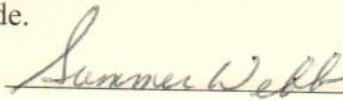
24 References to Law

Any reference in this permit to a statute, rule, or other law of any kind that exists on the date of issuance of the permit includes all subsequent amendments thereto.

25 Other Matters Denied

All other matters requested in Permittee's application that are not specifically granted by this permit are denied.

THIS PERMIT IS ISSUED, EXECUTED THIS 19th, day of May, 2015, A.D., by the General Manager of the Culberson County Groundwater Conservation District, pursuant to District rules and/or as provided in Ch. 36, Texas Water Code.

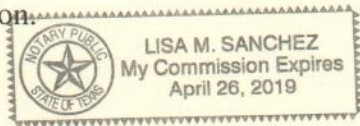


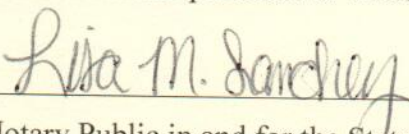
Summer Webb, District General Manager

ACKNOWLEDGMENT

STATE OF TEXAS)
COUNTY OF CULBERSON)

ON BEHALF OF THE DISTRICT, THIS PERMIT WAS ACKNOWLEDGED before me on May 19, 2015 A.D., by Summer Webb, General Manager of the Culberson County Groundwater Conservation District, a groundwater conservation district created pursuant to Article XVI, Section 59, Texas Constitution.





Notary Public in and for the State of Texas

CULBERSON COUNTY GROUNDWATER CONSERVATION DISTRICT
COUNTY OF CULBERSON, STATE OF TEXAS

EXHIBIT A

Groundwater may only be withdrawn from the aquifer from a well(s) located at each of the location(s) and with a maximum rate of withdrawal(s) (flow rate) as follows:

<u>Name</u>	<u>Location (latitude/longitude)</u>	<u>Maximum Flow Rate (gpm)</u>
RR1 ()	31.163591, -104.727735	800
RR2 (4751405)	31.168056, -104.723333	1100
RR3 ()	31.182778, -104.718611	2000
RR4 ()	31.185833, -104.711111	1000

WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS:

That Dr. Robert Williams, same person as Robert A. Williams, manager of ROAD RUNNER RADIOLOGY EQUIPMENT, L.L.C., a Texas Limited Liability Company, Grantor herein, in consideration of the sum of ***CORRECTION OF TITLE*** and other valuable consideration in hand paid, the receipt of which is hereby acknowledged, does hereby Grant, Bargain, Sell and Convey unto NORTH FORK LAND & CATTLE COMPANY, L. L. C., an Oklahoma Limited Liability Company, Robert A. Williams, Manager, P O Box 728, Granite, OK 73547 Grantee herein, all its right, title and interest in and to the following described real property and premises situate in Culberson County, Texas, to-wit:

TRACT 1: The West One-Half (W/2) of Section 43, Block 64, Township 7, T & P Ry. Co. Survey, Culberson County, Texas; and,

TRACT 2: MI of Section 38, Block 65, Township 7, T & P Ry. Co. Survey, Culberson County, Texas,

TRACT 3:
All of Section Thirty (30) Block Sixty-four (64), Township Seven (7), T & P RR. Co. Survey, Culberson County Texas

TRACT 4:
The East One-Half (E/2) of Section Twenty-six (26), Township Seven (7), T & P RR, Co. Survey, Culberson County, Texas, and a 47.01 acre tract out of the West One-Half (W/2) of Section Twenty-six (26) Block Sixty-five (65), Township Seven (7), T & P RR Survey, Culberson County, Texas, said 47.01 acre tract being described as follows:

BEGINNING at the Southeast corner of the West one-half (W/2), and the Southwest corner of the East one-half (Ea) of Survey No. 26, Block No. 65, Township 7, T & P RR Survey, in the South line of said Survey for the Southeast corner of this tract;

THENCE West 123.1 varas to the Southwest corner of this tract; in the South line of said Section 26;

THENCE North 0 deg. 33' West 2000 varas to the Northwest corner of this tract in the North line of said Section 26;

THENCE East 142.3 varas with the North line of said Section 26, to the Northeast corner of the West one-half (W/2) and the Northwest corner of East one-half of said survey, for the Northeast corner of this tract;

THENCE South 2000 varas with the East line of the West one-half (W/2) and the West line of the East one-half (E/2) of said Section 26, to the PLACE OF BEGINNING.

SAVE AND EXCEPT one acre (1ac.) in the form of a square out of the Northwest corner of the East One-Half (E/2) of said Section 26, which is a part of Stephen J. Jackson's designated exempt Homestead property under the statutes and constitution of the state of Texas.

together with all improvements thereon and the appurtenances thereunto belonging, and warrant the title to the same.

TO HAVE AND TO HOLD said described premises unto the Grantee, its successors and assigns, forever, free, clear and discharged of and from all former grants, charges, taxes, judgments, mortgages and other liens and encumbrances of whatsoever nature.

SUBJECT TO existing easements, rights of way, restrictions, protective covenants, reservations, outstanding mineral interests (if any); any building or zoning restrictions or regulations; and any discrepancies an accurate survey would reveal.

851
Signed and delivered this day of January, 2015.

ROAD RUNNER RADIOLOGY EQUIPMENT,
L.L.C., A TEXAS LIMITED LIABILITY COMPANY

By: [Signature]
Dr. Robert Williams, same person as Robert A. Williams, Manager

STATE OF OKLAHOMA, §
Texas
COUNTY OF DELAN, §

This instrument was acknowledged before me on the day of January, 2015, by Dr. Robert Williams, same person as Robert A. Williams, Manager of Road Runner Radiology Equipment, L.L.C., a Texas Limited Liability Company.



Kelli Beasley
NOTARY PUBLIC

My Commission Expires: 11/29/2018 Commission No. 06011411

Joint Tenancy Warranty Deed

Page 2 of 2

Filed for record on the 22nd day of January, A.D. 2015 @ 8:57 o'clock A.M.
and Duly recorded on the 4th day of February, A.D. 2015 @ 9:40 o'clock A.M.

BY [Signature], Deputy

LINDA MCDONALD, COUNTY CLERK
CULBERTSON COUNTY, TEXAS

EXHIBIT A
REAL PROPERTY IN CULBERSON COUNTY, TEXAS

TRACT 1: The West One-Half (W/2) of Section 43, Block 64, Township 7, T & P Ry. Co. Survey, Culberson County, Texas; and,

TRACT 2: MI of Section 38, Block 65, Township 7, T & P Ry. Co. Survey, Culberson County, Texas,

TRACT 3:

All of Section Thirty (30), Block Sixty-four (64), Township Seven (7), T & P RR. Co. Survey, Culberson County Texas

TRACT 4:

The East One-Half (E1/2) of Section Twenty-six (26), Township Seven (7), T & P RR, Co. Survey, Culberson County, Texas, and a 47.01 acre tract out of the West One-Half (W1/2) of Section Twenty-six (26), Block Sixty-five (95), Township Seven (7), T & P RR Survey, Culberson County, Texas, said 47.01 acre tract being described as follows:

BEGINNING at the Southeast corner of the West one-half (W/2), and the Southwest corner of the East one-half (Ea) of Survey No. 26, Block No. 65, Township 7, T & P RR Survey, in the South line of said Survey for the Southeast corner of this tract; THENCE West 123.1 varas to the Southwest corner of this tract; in the South line of said Section 26; THENCE North 0 deg. 33' West 2000 varas to the Northwest corner of this tract in the North line of said Section 26; THENCE East 142.3 varas with the North line of said Section 26, to the Northeast corner of the West one-half (W/2) and the Northwest corner of East one-half of said survey, for the Northeast corner of this tract; THENCE South 2000 varas with the East line of the West one-half (W/2) and the West line of the East one-half (E/2) of said Section 26, to the PLACE OF BEGINNING.

SAVE AND EXCEPT one acre (1ac.) in the form of a square out of the Northwest corner of the East One-Half (E/2) of said Section 26, which is a part of Stephen J. Jackson's designated exempt Homestead property under the statutes and constitution of the state of Texas.

EXHIBIT "D"
ASSIGNMENT OF INTEREST IN
ROADRUNNER RADIOLOGY EQUIPMENT, L.L.C.

WHEREAS, JASON DENT ("ASSIGNOR"), owns a membership interest in ROADRUNNER RADIOLOGY EQUIPMENT, L.L.C., a Texas limited liability company (the "COMPANY");

WHEREAS, the ASSIGNOR desires to transfer, assign, and convey any and all of his membership interest in the COMPANY to DR. ROBERT WILLIAMS (the "ASSIGNEE"), so that ASSIGNEE shall be the sole member and interest holder in COMPANY;

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENT: That ASSIGNOR, for and in consideration of Ten and no/100 Dollars (\$10.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, hereby sells, assigns, transfers, and conveys any and all of ASSIGNOR's interest in the COMPANY to ASSIGNEE, free and clear of all security interest, pledges, liens and encumbrances.

DATED as of April 5th, 2013.



JASON DENT, ASSIGNOR



DR. ROBERT WILLIAMS, ASSIGNEE

SETTLEMENT AGREEMENT AND RELEASE

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Filed for record on the 22nd day of January, A.D. 2015 @ 8:57 o'clock A.M.
and Duly recorded on the 4th day of February, A.D. 2015 @ 9:45 o'clock A.M.

BY , Deputy

LENDA MCDONALD, COUNTY CLERK
CULBERTSON COUNTY, TEXAS

860

0000071920

**STATE OF TEXAS
COUNTY OF CULBERSON**

FILED FOR RECORD
AT 4:37 O'CLOCK P. M.

I hereby certify that this instrument
was FILED on the date and at the time
stamped hereon by me and was duly
RECORDED in the
Volume 202 and Page 720
of the Books
Records of Culberson County, Texas.

ON THE 19th DAY OF May
A.D., 2015.

Linda McDonald
COUNTY AND DISTRICT CLERK
CULBERSON COUNTY, TEXAS



COUNTY AND DISTRICT
CLERK CULBERSON
COUNTY, TEXAS

BY Linda McDonald
DEPUTY