

MINUTE ITEM

16. ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE P.R.C. 2207.1, SANTA BARBARA COUNTY, FROM LAWRENCE M. ARNOLD; ORWACA LAND COMPANY, A CORPORATION; OMAHA NATIONAL BANK AND GILBERT C. SWANSON AS CO-EXECUTORS OF THE LAST WILL OF W. CLARKE SWANSON, DECEASED; GILBERT C. SWANSON; EDWARD W. CARTER; HALE BROS. ASSOCIATES, INC., A CORPORATION; WARREN H. CROWELL; PAUL A. APPLEBY; A. E. WEIDMAN; AND KENNETH T. NORRIS TO HUMBLE OIL & REFINING COMPANY, A DELAWARE CORPORATION - W.O. 4562.

In presenting Calendar Item 17 attached, the Executive Officer reported that a letter had been received from Humble Oil & Refining Company the previous afternoon, stating: "It is respectfully requested that the application here being considered be amended by deletion in the text of the words 'Gilbert C. Swanson, as Trustee under the Last Will and Testament of W. Clarke Swanson' and substitution of the following therefor: 'Omaha National Bank and Gilbert C. Swanson as Co-executors under the Last Will of W. Clarke Swanson, Deceased.'"

UPON MOTION DULY MADE AND UNANIMOUSLY CARRIED, THE FOLLOWING RESOLUTION WAS ADOPTED:

THE EXECUTIVE OFFICER IS AUTHORIZED TO EXECUTE A CONSENT TO THE ASSIGNMENT FROM LAWRENCE M. ARNOLD; ORWACA LAND COMPANY, A CORPORATION; OMAHA NATIONAL BANK AND GILBERT C. SWANSON AS CO-EXECUTORS OF THE LAST WILL OF W. CLARKE SWANSON, DECEASED; GILBERT C. SWANSON; EDWARD W. CARTER; HALE BROS. ASSOCIATES, INC., A CORPORATION; WARREN H. CROWELL; PAUL A. APPLEBY; A. E. WEIDMAN; AND KENNETH T. NORRIS TO UNIVERSITY BENEFIT ASSOCIATION, INC., AND CONSENT TO THE CONCURRENT ASSIGNMENT OF THE WORKING INTEREST FROM UNIVERSITY BENEFIT ASSOCIATION, INC., TO HUMBLE OIL & REFINING COMPANY, OF INTERESTS IN AND ASSUMPTION OF OBLIGATIONS UNDER OIL AND GAS LEASE P.R.C. 2207.1, SUBJECT TO RECEIPT AND COMPLETION OF REVIEW AS TO LEGAL SUFFICIENCY OF THE FOLLOWING:

1. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF ORWACA LAND COMPANY AUTHORIZING THE ASSIGNMENT OF ITS INTEREST IN P.R.C. 2207.1 TO UNIVERSITY BENEFIT ASSOCIATION, INC., A CALIFORNIA CORPORATION, AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.
2. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF HALE BROS. ASSOCIATES, INC., AUTHORIZING THE ASSIGNMENT OF ITS INTEREST IN P.R.C. 2207.1 TO UNIVERSITY BENEFIT ASSOCIATION, INC., A CALIFORNIA CORPORATION, AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.
3. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF UNIVERSITY BENEFIT ASSOCIATION, INC., AUTHORIZING THE ACCEPTANCE AND ASSIGNMENT OF ITS INTEREST IN P.R.C. 2207.1, AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.

4. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF HUMBLE OIL & REFINING COMPANY AUTHORIZING THE ACCEPTANCE OF THE ASSIGNMENT OF LEASE P.R.C. 2207.1 FROM UNIVERSITY BENEFIT ASSOCIATION, INC., AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTERESTS IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.
  
5. AN EXECUTED COPY OF THE SPECIFIC ASSIGNMENTS OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER LEASE P.R.C. 2207.1 SIGNED BY LAWRENCE M. ARNOLD; ORWACA LAND COMPANY, A CORPORATION; OMAHA NATIONAL BANK AND GILBERT C. SWANSON AS CO-EXECUTORS OF THE LAST WILL OF W. CLARKE SWANSON, DECEASED; GILBERT C. SWANSON; EDWARD W. CARTER; HALE BROS. ASSOCIATES, INC., A CORPORATION; WARREN H. CROWELL; PAUL A. APPLEBY; A. E. WEIDMAN; AND KENNETH T. NORRIS, TO UNIVERSITY BENEFIT ASSOCIATION, INC., AND ASSIGNMENT FROM UNIVERSITY BENEFIT ASSOCIATION, INC., TO HUMBLE OIL & REFINING COMPANY.
  
6. EVIDENCE OF COMPLIANCE WITH THE LEASE BOND REQUIREMENTS BY HUMBLE OIL & REFINING COMPANY.

Attachment

Calendar Item 17 (2 pages)

CALENDAR ITEM

17.

ASSIGNMENT OF INTEREST IN OIL AND GAS LEASE P.R.C. 2207.1, SANTA BARBARA COUNTY, FROM LAWRENCE M. ARNOLD; ORWACA LAND COMPANY, A CORPORATION; GILBERT C. SWANSON, AS TRUSTEE UNDER THE LAST WILL AND TESTAMENT OF W. CLARKE SWANSON; GILBERT C. SWANSON; EDWARD W. CARTER; HALE BROS. ASSOCIATES, INC., A CORPORATION; WARREN H. CROWELL; PAUL A. APPLEBY; A. E. WEIDMAN; AND KENNETH T. NORRIS TO HUMBLE OIL & REFINING COMPANY, A DELAWARE CORPORATION - W.O. 4562.

Lawrence M. Arnold; Orwaca Land Company, a corporation; Gilbert C. Swanson, as Trustee under the Last Will and Testament of W. Clarke Swanson; Gilbert C. Swanson; Edward W. Carter; Hale Bros. Associates, Inc., a corporation; Warren H. Crowell; Paul A. Appleby; A. E. Weidman; and Kenneth T. Norris, Lessees of partial interests in P.R.C. 2207.1, are in the process of assigning their working interests in Oil and Gas Lease P.R.C. 2207.1 to Humble Oil & Refining Company, a Delaware corporation. The aforementioned Lessees are assigning their entire interest to University Benefit Association, Inc., a California corporation. University Benefit Association, Inc., is assigning the working interest to Humble Oil & Refining Company. The reserved production payment will be retained by University Benefit Association, Inc.

Lawrence M. Arnold; Orwaca Land Company, a corporation; Gilbert C. Swanson, as Trustee under the Last Will and Testament of W. Clarke Swanson; Gilbert C. Swanson; Edward W. Carter; Hale Bros. Associates, Inc., a corporation; Warren H. Crowell; Paul A. Appleby; A. E. Weidman; and Kenneth T. Norris have requested approval of the assignment of their working interests in Oil and Gas Lease P.R.C. 2207.1 to Humble Oil & Refining Company, with the production payment being accordingly assigned to University Benefit Association, Inc. Humble Oil & Refining Company is eligible to be a State Lessee under the provisions of Public Resources Code 6801. Appropriate substitution on the performance bond would be accomplished upon approval of the assignment by the State Lands Commission. The statutory \$5 filing fee has been paid on behalf of each applicant.

IT IS RECOMMENDED THAT THE EXECUTIVE OFFICER BE AUTHORIZED TO EXECUTE A CONSENT TO THE ASSIGNMENT FROM LAWRENCE M. ARNOLD; ORWACA LAND COMPANY, A CORPORATION; GILBERT C. SWANSON, AS TRUSTEE UNDER THE LAST WILL AND TESTAMENT OF W. CLARKE SWANSON; GILBERT C. SWANSON; EDWARD W. CARTER; HALE BROS. ASSOCIATES, INC., A CORPORATION; WARREN H. CROWELL; PAUL A. APPLEBY; A. E. WEIDMAN; AND KENNETH T. NORRIS TO UNIVERSITY BENEFIT ASSOCIATION, INC., AND CONSENT TO THE CONCURRENT ASSIGNMENT OF THE WORKING INTEREST FROM UNIVERSITY BENEFIT ASSOCIATION, INC., TO HUMBLE OIL & REFINING COMPANY, OF INTERESTS IN AND ASSUMPTION OF OBLIGATIONS UNDER OIL AND GAS LEASE P.R.C. 2207.1, SUBJECT TO RECEIPT AND COMPLETION OF REVIEW AS TO LEGAL SUFFICIENCY OF THE FOLLOWING:

1. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF ORWACA LAND COMPANY AUTHORIZING THE ASSIGNMENT OF ITS INTEREST IN P.R.C. 2207.1 TO UNIVERSITY BENEFIT ASSOCIATION, INC., A CALIFORNIA CORPORATION, AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.

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2. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF HALE BROS. ASSOCIATES, INC., AUTHORIZING THE ASSIGNMENT OF ITS INTEREST IN P.R.C. 2207.1 TO UNIVERSITY BENEFIT ASSOCIATION, INC., A CALIFORNIA CORPORATION, AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.
3. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF UNIVERSITY BENEFIT ASSOCIATION, INC., AUTHORIZING THE ACCEPTANCE AND ASSIGNMENT OF ITS INTEREST IN P.R.C. 2207.1, AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.
4. A CERTIFIED COPY OF THE RESOLUTION OF THE BOARD OF DIRECTORS OF HUMBLE OIL & REFINING COMPANY AUTHORIZING THE ACCEPTANCE OF THE ASSIGNMENT OF LEASE P.R.C. 2207.1 FROM UNIVERSITY BENEFIT ASSOCIATION, INC., AND DESIGNATING THE CORPORATE OFFICER WHO IS AUTHORIZED TO EXECUTE THE SPECIFIC ASSIGNMENT OF INTERESTS IN AND ASSUMPTION OF OBLIGATIONS UNDER THE LEASE.
5. AN EXECUTED COPY OF THE SPECIFIC ASSIGNMENTS OF INTEREST IN AND ASSUMPTION OF OBLIGATIONS UNDER LEASE P.R.C. 2207.1 SIGNED BY LAWRENCE M. ARNOLD; ORWACA LAND COMPANY, A CORPORATION; GILBERT C. SWANSON, AS TRUSTEE UNDER THE LAST WILL AND TESTAMENT OF W. CLAKE SWANSON; GILBERT C. SWANSON; EDWARD W. CARTER; HALE BROS. ASSOCIATES, INC., A CORPORATION; WARREN H. CROWELL; PAUL A. APPELBY; A. E. WEIDMAN; AND KENNETH T. NORRIS, TO UNIVERSITY BENEFIT ASSOCIATION, INC., AND ASSIGNMENT FROM UNIVERSITY BENEFIT ASSOCIATION, INC., TO HUMBLE OIL & REFINING COMPANY.
6. EVIDENCE OF COMPLIANCE WITH THE LEASE BOND REQUIREMENTS BY HUMBLE OIL & REFINING COMPANY.