

**David M. Dawson
PO Box 295199
Kerrville, TX 78029-5199**

May 23, 2016

Waskom ISD for Lucile Oliver Carr Scholarship
Attention Mr. Jimmy Cox, District Superintendent
PO Box 748
Waskom, TX 75692

Re: L. L. Oliver Unit

Description: Section 5, Block 182, T. C. Ry. Co. Survey, Pecos County, TX

Subject: **Offer to Purchase Undivided Surface and Mineral Interests**

Dear Sir,

On behalf of Navigator Oil & Minerals, Inc., of Midland, Texas, I would like to make an offer to you, to purchase the Surface and Mineral Interests of Waskom ISD for "Lucile Oliver Carr Scholarship" in the above described land, as follows:

Surface Interest: Ten Thousand Dollars (\$10,000.00)
Mineral Interest: Ten Thousand Dollars (\$10,000.00)
Total = \$20,000.00

to include all of the right, title and interest of Waskom ISD for Lucile O. Carr Scholarship in and to the surface and mineral estates in the above-described property. For this purpose, the above Offer assumes your interest is an undivided 1/7 interest, or a total undivided 41.08 net acres interest, but the conveyance will cover and include all of your right, title and interest, regardless whether the actual fractional amount is more or less.

Please note this offer is made to you, subject to approval of title to same by Grantee. As you know, by our telephone conversation this morning, there are issues which do require additional investigation and determination. Accordingly this Offer may be withdrawn or modified at any time for any reason. Foremost, the determination must be made whether Virginia Oliver Taylor (Lucile Oliver Carr's sister) predeceased Mrs. Carr. However, approval by Grantee is not limited to this matter or any other.

If it is determined that Lucile O. Carr predeceased Virginia O. Taylor, her ownership interest would have been effectively reduced to 1/3 of 1/7, or 1/21 of the Surface and Minerals. In that event, I will make a revised Offer on behalf of Navigator Oil & Minerals, Inc.

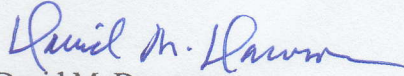
Please call if you have questions. You may complete the Warranty Deed and Collection Draft in the following manner:

Sign the original deed as indicated in the presence of a Notary Public. Please sign your name exactly as it appears under the signature space and make sure that the Notary fills in the required information in the notary space, and applies their seal or stamp.

Please endorse the draft on the front side as indicated and return the executed original in the enclosed envelope. We will forward a check after approval of title subject to the terms of the draft.

A copy is enclosed for your records. Thank you kindly for your efforts in this matter. We look forward to working with you.

Sincerely,

A handwritten signature in blue ink that reads "David M. Dawson". The signature is fluid and cursive, with a long horizontal stroke at the end.

David M. Dawson
Phone: (325) 650-9046

COLLECTION DRAFT

On approval of deed described herein and approval of title to same by Grantee, on or before 30 banking days after receipt of this Collection Draft by Grantee.

May 23, 2016

Pay to the order of **WASKOM ISD for LUCILE OLIVER CARR SCHOLARSHIP**

TWENTY THOUSAND AND No/100**Dollars \$20,000.00***

This draft is consideration for Warranty Deed dated May 23, 2016, covering the following described lands in Pecos County, Texas

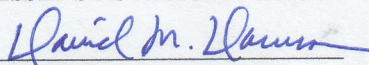
All of the interest of Grantor in all or portions of: Block 182, T.C. Ry. Co. Survey,
Section 5: All
Pecos County, Texas,
containing 287.56 acres, more or less.

The drawer, payee, and endorsers hereof, and the Grantors of the lease, assignment, deed or conveyance described herein, do hereby constitute and appoint the collecting bank escrow agent to hold this draft for the time above specified subject alone to acceptance of payment hereof by the drawee, within said time, and without any right of the drawer, payee, or endorsers hereof, or said grantors, to recall or demand return of this draft prior to the expiration of the above specified time, and there shall be no liability whatsoever on the collecting bank for refusal to return the same prior to such expiration.

In the event this draft is not paid within said time, the collecting bank shall return the same to forwarding bank and no liability for payment or otherwise shall be attached to any of the parties hereto.

To: Jack E. Blake, Jr. (drawee)
NOT A CASH ITEM
Attn: Jack E. Blake, Jr.
(432) 682-9585

LESSEE'S AUTHORIZED AGENT:


David M. Dawson

At: Wells Fargo Bank Texas, N.A.
Attn: Domestic Collections (CHAS)
350 SW Jefferson Street, 5th Floor
Portland, Oregon 97201

C/O Wells Fargo Midland, Tx
Attn: Collections
(432) 685-5230

By: Jack E. Blake, Jr.

GRANTOR, PLEASE CHECK BOX AND SIGN BELOW TO RECEIVE PAYMENT BY CHECK:

I agree that above amount is the correct consideration to be paid for the above described deed. I choose to receive payment by check, which, subject to the approvals above, will be mailed by Navigator Oil & Minerals, Inc., within two weeks of receipt of this signed Agreement.

ENDORSEMENTS

Grantor
Waskom ISD for Lucile Oliver Carr Scholarship

By: _____
TAX ID # _____

WARRANTY DEED

THE STATE OF TEXAS §
 § Know All Men By These Presents:
COUNTY OF PECOS §

THAT, **Waskom Independent School District for Lucile Oliver Carr Scholarship, under the will of Lucile O. Carr, deceased** ("Grantor"), whether one or more, whose address is PO Box 748, Waskom, TX 75692, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold and conveyed and by these presents does grant, bargain, sell and convey unto **Navigator Oil & Minerals, Inc.**, a Texas corporation, whose address is P.O. Box 10184, Midland, TX 79702 ("Grantee"), whether one or more, (1) an undivided 1/7 interest, or a total undivided 41.08 net acres interest, in and to all rights except the oil, gas and other minerals, and (2) an undivided 1/7 interest, or a total undivided 41.08 net acres, in and to all of the oil gas and other minerals, in and under and that may be produced from, that certain tract or parcel of land in Pecos County, Texas, more particularly described as follows, to-wit:

All of Section 5, Block 182, Certificate No. 1596, T. C. Ry. Co. Survey, Abstract No. 4883,

together with (i) all of Grantor's right, title and interest in and to that certain Right-of-Way Easement dated June 9, 1978, from Louise M. Fulk and Frank O. Fulk, recorded in Volume 473, Page 487, of the Deed Records of Pecos County, TX, and together with (ii) all improvements located thereon and all rights, titles and interests appurtenant thereto (such land, improvements and interests are hereinafter collectively referred to as the "Property").

It is the intent of Grantor herein to convey to Grantee, and Grantor does hereby convey to Grantee, 100% of Grantor's interest in the lands described above, and this conveyance shall not be construed as being limited if any of the fractional or percentage interests set out herein are lesser interests than Grantor's entire interest in said land or are otherwise inaccurate or incomplete.

This Warranty Deed and the conveyance hereinabove set forth is executed by Grantor and accepted by Grantee subject to any and all easements and outstanding leases, if any, relating to the hereinabove described property, but only to the extent they are still in effect, shown of record in the hereinabove County and State.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereunto in anywise belonging, unto Grantee, Grantee's heirs, legal representatives and assigns forever, and Grantor does hereby bind Grantor, Grantor's heirs, legal representatives and assigns to WARRANT AND FOREVER DEFEND all

and singular the title to the Property unto the said Grantee, Grantee's heirs, legal representatives and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the reservations from and exceptions to conveyance and warranty.

EXECUTED this the _____ day of _____, 2016.

Grantor:

Waskom Independent School District for
Lucile Oliver Carr Scholarship

By: _____

THE STATE OF TEXAS §
 §
COUNTY OF HARRISON §

This instrument was acknowledged before me on the _____ day of _____,
2016, by _____ as _____
for Waskom Independent School District and for and on behalf of Lucile Oliver Carr
Scholarship,

Notary Public, State of Texas