



Sunoco Logistics



Sunoco Partners Marketing & Terminals L.P.

One Fluor Daniel Drive
Building A, Level 3
Sugar Land, TX 77478

April 3, 2013

Rockefeller Hughes (USA) LLC
10700 North Freeway, Suite 450
Houston, TX 77037
Attn: Ryan Forman

Re: Crude Oil Purchase Agreement
Sunoco Partners Reference No. 511717

Dear Ryan:

Reference is made to the above subject Crude Oil Purchase Agreement whereby Sunoco Partners Marketing & Terminals L.P. will purchase all of the crude oil and condensate produced from the lease(s) listed on Exhibit "A".

This confirms our understanding that by mutual consent said agreement shall be amended as follows:

Effective April 1, 2013, the Term and Price will be:

2. Term: This agreement shall remain in effect for an amended term of one (1) month, commencing on April 1, 2013, and continuing from month to month thereafter, unless terminated by either party upon written notice thereof given thirty (30) days in advance of the end of the primary term of this agreement or any extension thereof.

5. Price: For those lease(s) in Robertson County, Texas only, the price per barrel for each month shall be Sunoco Partners Marketing & Terminals L.P.'s monthly average posted price for the calendar month for West Texas Intermediate crude oil, gravity deemed 40 degrees API, as published in Sunoco Partners Marketing & Terminal L.P.'s Crude Oil Price Bulletin Summary, plus the Argus P-Plus WTI weighted average for the operational month, plus thirteen dollars and fifteen cents (\$13.15) for the net adjustment shown in Exhibit "A".

For pricing purposes any crude oil delivered hereunder shall be deemed to have been delivered in equal daily quantities, and the price as described above shall be based on the prices in effect during the calendar month in which deliveries occur.

Price note: The Argus P-Plus WTI price is based on the monthly weighted average of the daily mean of the operational (prompt) month contained in Argus Price report. This weighted average will be calculated to the nearest one-tenth of one cent. The time period for the calculations will begin the day following the deadline for pipeline scheduling, usually the 26th of the month, two months prior to the month of delivery, through the last day of pipeline scheduling, usually the 25th day of the month, one month prior to the month of delivery (for example, December prices would be for 10/26 through 11/25 inclusive). Saturdays, Sundays, and holidays are excluded.

Except as hereby specifically modified, all terms and conditions of said Crude Oil Purchase Agreement shall remain in full force and effect.

Please acknowledge your agreement to this contract by signing below and mailing or faxing a copy to:

Sunoco Partners Marketing & Terminals, L.P.
Attn: Tammy Macek
P.O. Box 5095
Sugar Land, TX 77487-5095
(281)637-6378/Fax: (281)637-6385

If we do not receive a signed copy by mail or FAX within ten (10) business days from the date of receipt of this amendment, we will take that as evidence of your acceptance of this amendment to the above referenced agreement.

Agreed and accepted this _____ day of _____, 20_____.

SUNOCO PARTNERS MARKETING & TERMINALS, L.P.
BY: SUNOCO LOGISTICS PARTNERS OPERATIONS GP LLC,
ITS GENERAL PARTNER

ROCKEFELLER HUGHES (USA) LLC

By:  
Ryan Ferrell, Agent

By: _____

Date: 4/5/17

Title: _____

EXHIBIT "A"

ROCKEFELLER HUGHES (USA) LLC
COPA #511717

EFFECTIVE: 04/01/13

EFF. DATE	SUNOCO PROP.#	LEASE NAME	FIELD	COUNTY/ST	TEMP. MKTG. ADJ.	POSTED PRICE*
08/01/10	0708150000	BLAZEK #2H UNIT	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150001	BLAZEK #2H UNIT TRACT 1	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150002	BLAZEK #2H UNIT TRACT 2	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150003	BLAZEK #2H UNIT TRACT 3	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150004	BLAZEK #2H UNIT TRACT 4	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150005	BLAZEK #2H UNIT TRACT 5	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150006	BLAZEK #2H UNIT TRACT 6	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150007	BLAZEK #2H UNIT TRACT 7	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150008	BLAZEK #2H UNIT TRACT 8	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150009	BLAZEK #2H UNIT TRACT 9	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
08/01/10	0708150010	BLAZEK #2H UNIT TRACT 10	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580000	BLAZEK #1H UNIT	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580001	BLAZEK #1H UNIT TRACT 1	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580002	BLAZEK #1H UNIT TRACT 2	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580003	BLAZEK #1H UNIT TRACT 3	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580004	BLAZEK #1H UNIT TRACT 4	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580005	BLAZEK #1H UNIT TRACT 5	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580006	BLAZEK #1H UNIT TRACT 6	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580007	BLAZEK #1H UNIT TRACT 7	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580008	BLAZEK #1H UNIT TRACT 8	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580009	BLAZEK #1H UNIT TRACT 9	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580010	BLAZEK #1H UNIT TRACT 10	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
09/01/10	0709580011	BLAZEK #1H UNIT TRACT 11	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
11/01/10	0711600000	MILICA #1H	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
11/01/10	0711600001	MILICA #1H TRACT 1	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
11/01/10	0711600002	MILICA #1H TRACT 2	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
11/01/10	0711600003	MILICA #1H TRACT 3	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
11/01/10	0711600004	MILICA #1H TRACT 4	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260000	GLOCKZIN #1H UNIT	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260001	GLOCKZIN #1H UNIT TRACT 1A	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260002	GLOCKZIN #1H UNIT TRACT 1B	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260003	GLOCKZIN #1H UNIT TRACT 2	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260004	GLOCKZIN #1H UNIT TRACT 2A	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260005	GLOCKZIN #1H UNIT TRACT 2B	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260006	GLOCKZIN #1H UNIT TRACT 3	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260007	GLOCKZIN #1H UNIT TRACT 4	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
03/01/11	0725260008	GLOCKZIN #1H UNIT TRACT 5	ICI GEORGETOWN	ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
05/01/11	0725250000	WRIGHT #1H UNIT			\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
05/01/11	0725250001	WRIGHT #1H UNIT TRACT 1		ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
05/01/11	0725250002	WRIGHT #1H UNIT TRACT 2		ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
05/01/11	0725250003	WRIGHT #1H UNIT TRACT 3		ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
05/01/11	0725250004	WRIGHT #1H UNIT TRACT 4		ROBERTSON/TX	\$13.15	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*
10/01/11	0733650000	VAN WART #2H		FAYETTE/TX	\$3.42	SUNOCO'S WTI + ARGUS P+ (-) ADJ.*

*The price per barrel for each month shall be Sunoco Partners Marketing & Terminals L.P.'s monthly average posted price for West Texas Intermediate crude oil, gravity deemed 40 degrees API, as published in Sunoco Partners Marketing & Terminals L.P.'s Crude Oil Price Bulletin Summary, plus the ARGUS P-Plus WTI weighted average price for the operational month, plus the adjustment.