

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
SAMSON RESOURCES CORPORATION, <i>et al.</i> , ¹)	Case No. 15-11934 (CSS)
)	
Debtors.)	(Jointly Administered)
)	

DEBTORS’ AMENDED SECOND OMNIBUS (SUBSTANTIVE) CLAIMS OBJECTION

**THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE AND/OR RECLASSIFY CERTAIN
FILED PROOFS OF CLAIM.**

**CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS
ON EXHIBIT 1 TO EXHIBIT A ATTACHED TO THIS OBJECTION.**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file this amended second omnibus objection to claims (this “Objection”), pursuant to which the Debtors request the entry of an order, substantially in the form attached hereto as Exhibit A (the “Order”), (a) disallowing each of the claims identified on Exhibit 1 to Exhibit A (the “Claims”), attached hereto and as discussed in further detail below, (b) and to the extent not disallowed in their entirety, reclassifying each claim as a general unsecured claim, and (c) authorizing Garden City Group, LLC (the “Claims Agent”) to modify and/or expunge the Claims (as appropriate) on the official register maintained by the Claims Agent (the “Claims Register”).

The original Objection plainly stated that that “The Debtors also assert that, to the extent these claims are not expunged in their entirety, they should be treated as general unsecured

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Geodyne Resources, Inc. (2703); Samson Contour Energy Co. (7267); Samson Contour Energy E&P, LLC (2502); Samson Holdings, Inc. (8587); Samson-International, Ltd. (4039); Samson Investment Company (1091); Samson Lone Star, LLC (9455); Samson Resources Company (8007); and Samson Resources Corporation (1227). The location of parent Debtor Samson Resources Corporation’s corporate headquarters and the Debtors’ service address is: Two West Second Street, Tulsa, Oklahoma 74103.

claims.” The Debtors had previously filed a *Motion to Reclassify for All Purposes and Estimate for Voting Purposes Certain Claims Pursuant to the Solicitation Procedures* [Docket No. 1923], which the Court directed the Debtors to withdraw *without prejudice*. The Debtors believe that the record is sufficiently clear that they seek to reclassify all of the claims subject to this Objection. Despite this, the Official Committee of Unsecured Creditors of Samson Resources Corporation (the “Committee”), filed a joinder on February 24, 2017, asserting that “the Second Omnibus Claims Objection does not seek to reclassify the Claims.” [Docket No. 2050] Out of an abundance of caution and to ensure that the record is clear, the Debtors have filed this Amended Objection.

The Committee has informed the Debtors that it disputes reclassification of these claims, and that litigation of reclassification will impose a significant burden and discovery costs on the Debtors, the Parker Heirs and the other claimants. For this reason the Debtors do not oppose a bifurcated approach (in which the Court only determines reclassification to the extent it does not first expunge the claims in their entirety), although the Debtors defer to the Court on this matter. In further support of this Objection, the Debtors respectfully state as follows:

Jurisdiction and Venue

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors consent pursuant to rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Bankruptcy Rules”) to the entry of a final order by the Court in connection with this

Objection to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested in this Objection are section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), rules 3001, 3003, and 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Bankruptcy Rule 3007-1.

Relief Requested

4. By this Objection, the Debtors seek entry of the Order (a) disallowing each of the Claims in their entirety and (b) to the extent not disallowed in full, reclassifying each claim as a general unsecured claim. Each Claim was filed with insufficient supporting documentation to substantiate the Claim and relates to royalty interest(s) that the Debtors have been treating appropriately.

5. In addition, the Debtors seek to authorize the Claims Agent, retained by the Debtors to assist with claims processing in these chapter 11 cases, to modify and/or expunge each of the Claims, as appropriate, on the Claims Register in accordance with the proposed Order. The Debtors intend to use the form of notice provided herein to provide notice of the Objection to each claimant holding a Claim.

6. This Objection complies in all respects with Local Bankruptcy Rule 3007-1.²

² Local Bankruptcy Rule 3007-1(f)(i) allows the Debtors to include no more than 150 claims objections in each omnibus claim objection, unless otherwise ordered by the Court. The Objection includes 62 claims objections.

Background

7. On September 16, 2015 (the “Petition Date”), each of the Debtors filed a voluntary petition with the Court under the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Court has entered a final order for joint administration of these chapter 11 cases [Docket No. 70] and has not appointed a trustee. The Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) formed an official committee of unsecured creditors of Samson Resources Corporation on September 30, 2015 [Docket No. 129]. Further information regarding the Debtors’ business operations and capital structure is set forth in the declaration of Philip Cook in support of the Debtors’ first day motions [Docket No. 2].

8. On October 15, 2015, the Debtors filed their schedules of assets and liabilities (the “Schedules”) and statements of financial affairs (“Statements” and together, with the Schedules, the “Schedules and Statements”) [Docket Nos. 201–218]. On June 29, 2016, the Debtors filed certain amended Schedules and Statements [Docket Nos. 1108–1118].

9. On October 16, 2015, the Court entered an order (the “Bar Date Order”) establishing November 20, 2015, at 5:00 p.m. (prevailing Eastern Time) (the “Bar Date”) as the final date and time for non-government claimants holding or asserting a claim against the Debtors arising on or before the Petition Date to file proofs of claim in these chapter 11 cases and approving the form and manner of notice of the Claims Bar Date [Docket No. 224].³

³ The Bar Date Order also established March 14, 2016, at 5:00 p.m. as the final date and time for all governmental units (as defined in section 101(27) of the Bankruptcy Code) holding or asserting a claim against the Debtors, including claims for unpaid taxes, arising on or before the Petition Date to file proofs of claim in these chapter 11 cases (the “Governmental Bar Date”), which deadline was subsequently extended as to certain governmental units by agreement of the Debtors to April 14, 2016, at 5:00 p.m. [Docket No. 771].

10. Written notice of the Bar Date was mailed to, among others, all known creditors and other known holders of claims against the Debtors as of the date of entry of the Bar Date Order, including all entities listed in the Schedules as holding claims against the Debtors, and to all parties who had filed requests for notices under Bankruptcy Rule 2002 as of the date of the Bar Date Order. In addition to mailing such actual notice, the Debtors also published notice of the Bar Date in the national edition of *The New York Times* [Docket No. 467].

11. To date, approximately 3,223 proofs of claim have been filed in these chapter 11 cases, as recorded on the Claims Register.

12. On January 24, 2017, the Debtors filed the Debtors' Motion to Reclassify for All Purposes and Estimate for Voting Purposes Certain Claims Pursuant to the Solicitation Procedures [Docket No. 1923] (the "Estimation Motion"). This Objection is filed against the majority of the claims referenced in the Estimation Motion. Although the Estimation Motion was subsequently withdrawn, this objection seeks to renew a request for certain relief contained in the Estimation Motion, namely the reclassification of certain claims.

Basis for Objection

13. Section 502(a) of the Bankruptcy Code provides that "[a] claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). The burden of proof for determining the validity of Claims rests on different parties at different stages of the objection process. As explained by the United States Court of Appeals for the Third Circuit:

The burden of proof for claims brought in the bankruptcy court under 11 U.S.C.A. § 502(a) rests on different parties at different times. Initially, the claimant must allege facts sufficient to support the claim. If the averments in his filed claim meet this standard of sufficiency, it is '*prima facie*' valid [citations omitted]. In other words, a claim that alleges facts sufficient to support legal liability

to the claimant satisfies the claimants' initial obligation to go forward. The burden of going forward then shifts to the objector to produce evidence sufficient to negate the *prima facie* validity of the filed claim. . . . In practice, the objector must produce evidence which, if believed, would refute at least one of the allegations that is essential to the claim's legal sufficiency. If the objector produces sufficient evidence to negate one or more of the sworn facts in the proof of claim, the burden reverts to the claimant to prove the validity of the claim by a preponderance of the evidence.

In re Allegheny Int'l Inc., 954 F.2d 167, 173–74 (3d. Cir. 1992) (citation omitted). Once the *prima facie* validity of a claim is rebutted, “it is for the claimant to prove his claim, not for the objector to disprove it.” *In re Kahn*, 114 B.R. 40, 44 (Bankr. S.D.N.Y. 1990) (citations omitted).

14. A chapter 11 debtor “has the duty to object to the allowance of any claim that is improper.” *Int'l Yacht & Tennis, Inc. v. Wasserman Tennis, Inc. (In re Int'l Yacht & Tennis, Inc.)*, 922 F.2d 659, 661-62 (11th Cir. 1991); *see also* 11 U.S.C. §§ 704(a)(5), 1106(a)(1), and 1107(a).

15. This Objection is filed pursuant to section 502(b) of the Bankruptcy Code, which provides, in pertinent part:

[I]f such objection to a claim is made, the court, after notice and a hearing, shall determine the amount of such claim in lawful currency of the United States as of the date of the filing of the petition, and shall allow such claim in such amount, except to the extent that—

(1) such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law for a reason other than because such claim is contingent or unmatured

11 U.S.C § 502(b)(1).

I. The Claims Reviewed in this Objection Lack Merit and Should be Denied.

16. The Claims fall into two categories of royalty interest owners. First, there are

approximately \$2.1 billion⁴ of priority and secured Claims asserted by Diane Jones and other heirs of Randolph Parker (collectively, the “Parker Heirs”). Second, the Debtors also object to 40 other Claims filed by royalty holders with nominal claim amounts ranging from \$10 million to \$20 billion.

17. The Debtors have filed the *Declaration of Lisa Johnson in Support of Confirmation of the Global Settlement Joint Chapter 11 Plan of Reorganization of Samson Resources Corporation and its Debtor Affiliates and Regarding Certain Claims-Related Matters* (the “Johnson Declaration”) [Docket No. 2003] which gives a detailed analysis of each Claims’ royalty interests and payments pursuant to such royalty interests. With respect to the claim amounts sought by each of the Claims, the Johnson Declaration plainly demonstrates that these claimants typically receive annual payments of between \$5.00 and \$100.00, depending on the year and royalty interest holder. In short, the miniscule payments received by these claimants defeat the argument that their royalty interests are worth millions of dollars.

A. Parker Heir Claims

18. Throughout these chapter 11 cases, the Parker Heirs have presented a large amount of title documents to attempt to suggest that the Debtors have failed to pay each Parker Heir \$100 million on account of their royalty payments (collectively, the “Parker Heir Claims”). However, the Parker Heirs’ documents only identify (a) the royalty interests in the Debtors’ *other* nearby wells that are owned by other third parties, not the Parker Heirs, and (b) evidence that the Debtors have been properly making all royalty payments related to the Parker Heir Claims. In short, *none* of the Claims make *prima facie* showing, let alone prove that the Parker Heirs own any royalty interests beyond a small interest in a 25-acre parcel in Rusk County,

⁴ The Parker Heirs filed 22 Claims that are identified in the Objection [Claim Nos. 1227, 1228, 1272, 1422, 1423, 1474, 1477, 1480, 1481, 1483, 1485, 2197, 2419, 2558, 2674, 2685, 2687, 2688, 2696, 2697, 2698, 2720].

Texas (the “25-Acre Tract”). And furthermore, the Parker Heirs have submitted no evidence showing that any royalty payments paid to these third parties, concerning land other than the 25-Acre Tract from which the Parker Heirs receive their royalty payments, should be taken from the current royalty holders and given to the Parker Heirs. Indeed, the Parker Heirs “just put a big number in [their claims]” because they “didn't know how much [the Debtors] *could* owe [them].” **Exhibit 2**, Oct. 17, 2016 Hr’g Tr. at 44:1-8 (statement of Diane Jones) (emphasis added).

1. The Debtors Have Paid All Royalties Related to the 25-Acre Tract

19. The Parker Heirs and the Debtors agree that the Parker Heirs hold royalty interests in sixteen wells associated with the 25-Acre Tract in Rusk County, Texas which was inherited by their Grandfather, Randolph Parker. **Exhibit 3**, Corrected Affidavit for Randolph A. Parker and William A. Parker Dated May 16, 2012. Randolph Parker, in turn, inherited these royalty interests from his sister, Catherine Waldon. **Exhibit 4**, Pat Waldon Heirship Affidavit Dated September 1, 1971. And Catherine Waldon inherited the interests from her husband, Pat Waldon.⁵ *Id.*

20. Because (a) the Parker Heirs only own whatever royalty interests that Pat Waldon owned, and (b) Pat Waldon owned only a fractional royalty interest under a *single lease*, from October 1, 1957 (the “1957 Lease”)⁶, the Parker Heirs only inherited Pat Waldon’s applicable

⁵ At the time it was common for individuals to use various spellings of Walling/Waldon/Walden/Waldron interchangeably. See **Exhibit 5**, Doretha Moore Affidavit Dated May 6, 1987 (explaining that Pat Waldon went by both “Walling” and “Waldon.”). See also **Exhibit 6**, Title Report – Exhibit A: Affidavit of Heirship (stating that the non-Parker “Pat Waldron” was sometimes known as “Waldon.”).

⁶ Indeed, the Parker Heirs’ Pat Waldon (he signed the 1957 Lease using the name “Pat Walling”) was one of numerous original lessors (24 total names appear in the signature pages in print, with 20 lessors signing). Thus, Pat Waldon’s royalty interest was diluted from the outset, and continues to be further diluted with each subsequently passing generation.

royalty interest in the 25-Acre Tract.⁷ **Exhibit 7**, 1957 Lease.

21. Sixteen operating wells sit on lands covered by the 1957 Lease or lands that have been pooled or combined with the 1957 Lease. Eleven such wells currently produce and are operated by the Debtors, and five such wells currently produce but are not operated by the Debtors.

22. The Debtors pay the Parker Heirs 100% of their due royalty interest resulting from production in the eleven wells that they *operate*. These wells and the ownership interest of each Parker Heir in the production generated from each well are listed below:

Well Name	Pooled Unit	Fractional Interest of <u>Each</u> Parker Heir	Operator of the Well	Portion of Parker Heir Royalty paid by Samson
Booth Freeman GU #6	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #7	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #8	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #9	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #10	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #11	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #12	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #13	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #14	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #15	Booth Freeman Unit	.00000888	Samson	100%
Booth Freeman GU #16	Booth Freeman Unit	.00000888	Samson	100%

23. For five wells that produce but are *not operated* by the Debtors, the Debtors take physical delivery of their proportionate share of production related to such wells and sell it.

⁷ The Parker Heirs actually inherited 50% of this interest, as Randolph Parker conveyed the other 50% to National Locator Service. **Exhibit 8**, Royalty Deed Dated May 4, 1987.

Consequently, the Debtors must remit payment for the proportional share of royalties—approximately 14.21 percent of the Parker Heirs’ royalty interest—associated with the Debtors’ share of production sold. The remaining portion of the Parker Heirs’ royalty interest is paid each month by Chisos, the operator of the five wells. The Debtors remit payment due from them on these five wells to the Parker Heirs in conjunction with the royalty payments for the other eleven wells.

Well Name	Pooled Unit	Fractional Interest of <u>Each</u> Parker Heir	Operator of the Well	Samson’s Share of Parker Heirs Royalty Burden
Booth Freeman GU #2	Booth Freeman Unit	.00000888	Chisos	14.21%
Booth Freeman GU #3	Booth Freeman Unit	.00000888	Chisos	14.21%
Booth Freeman GU #4	Booth Freeman Unit	.00000888	Chisos	14.21%
Booth Freeman GU #5	Booth Freeman Unit	.00000888	Chisos	14.21%
Sanders #1	Sanders Unit	.000014475	Chisos	64.04%

24. Attached hereto as **Exhibit 9** is a chart that summarizes the total payment amount that each Parker Heir has received on account of their respective royalty interests between July 2000 and September 2016. The Debtors have been completely transparent with the Parker Heirs while they properly paid and continue to properly pay their proceeds due to their royalty interests. This clarity comes from each check issued by the Debtors and the subsequent record produced on account of the issuances. There has been no evidence presented that the Debtors have not paid all royalties owed to the Parker Heirs under the 1957 Lease for the 25-Acre Tract.

2. The Parker Heirs Do Not Own Any Other Royalty Interests

25. The dispute with the Parker Heirs arises from their confusion in believing that they hold royalty interests in other, unspecified wells. See **Exhibit 2**, Oct. 17, 2016 Hr’g Tr. at

30:24-31:7. The Parker Heirs have found references in public records to other people named Walling/Waldon/Walden/Waldron located in Texas, and have reached the inaccurate conclusion that they inherited the royalty interests of these similarly named people as well. *Id.*

26. The Parker Heirs are simply confusing the Pat Walling/Waldon they inherited from with *other* people with similar names. For example, many of the documents used at hearings by the Parker Heirs relate to one single tract—a 69.90 acre tract that is located in the Booth-Freeman Unit (the same Unit containing most of the 25-Acre Tract) in Rusk County, Texas that was first conveyed by Henry Walling to Pat Walling (the “Other Pat Walling”) on December 4, 1915 (the “69-Acre Tract”). *Id.* at 51–56. The Other Pat Walling, owner of the 69-Acre Tract, died intestate in 1926. **Exhibit 6**, Title Report – Exhibit A: Affidavit of Heirship. He was married to Katie Baker (known as Katie Walling), who died testate in 1937. *Id.* Although the Other Pat and Katie Walling had children, *none of them* are related to the Parker Heirs. A title report was conducted on this 69-Acre Tract in 1985. **Exhibit 6**, Title Report. That report details the chain of ownership in the 69-Acre Tract, and corroborates that the Parker Heirs have no interest in this tract. *Id.* The source of confusion for the Parker Heirs stems from the fact that the names attributed to the owners of the 69-Acre Tract (Pat and Katie Walling) are similar to those in the Parker Heirs’ chain of title—namely, a *different* Pat Walling (the “Parker Pat Walling”). The Parker Pat Walling, who executed the 1957 Lease, died in June of 1971, and his wife, Catherine B. Waldon, died in August of 1971, which is proven by the same affidavit of heirship that identifies Randolph Parker as an heir. **Exhibit 4**, Pat Waldon Heirship Affidavit Dated September 1, 1971. The Parker Pat Walling died *45 years after* the death of the Other Pat Walling who owned the 69-Acre Tract. Thus, although these families have similar names, they are, in fact, two different families.

27. There is additional evidence that the Other Pat Walling is different from the Parker Pat Walling. The deed conveying the 69-Acre Tract from Henry Walling to Other Pat Walling was dated 1913. **Exhibit 10**, Title Run Sheet; **Exhibit 11**, 1915 Deed. At that time, the Parker Pat Walling, the one who died in 1971, would have been 15 years old, and as a minor he likely would not have been able to receive property in his own name.

28. Furthermore, the evidence does not show that the Parker Heirs own any royalty interests in any of the other wells operated by the Debtors throughout Eastern Texas. If the Parker Heirs did, then pursuant to industry standard due diligence, the Debtors would have identified the parties as royalty interest owners in a division order, land records, and/or title opinion. No such records, however, demonstrate that the Parker Heirs, Randolph Parker, nor the Parker Pat Walling are/were royalty owners in *any* of the Debtors' wells besides the sixteen wells associated with the 25-Acre Tract.

29. The Debtors have identified all of the parties that hold royalty interests in its Texas wells, and make regular royalty payments to them. These parties have proven their ownership interest with title documentation, and therefore there is no justification for taking away these parties' royalty interests to satisfy the Parker Heirs' incorrect assertions regarding such royalty interests.

3. The Debtors Have Worked in Good Faith to Answer All of the Parker Heirs' Questions.

30. Throughout the history of the Parker Heirs' Claims in these chapter 11 cases, the Debtors have diligently pursued all of the Parker Heirs' questions, concerns, and comments related to their royalty interests. This good faith effort by the Debtors comes from the realization that identifying royalty interests in different tracts of land in dated documents may be difficult

for an individual with limited resources to locate. Specifically, the Debtors have presented the Parker Heirs with documents related to ownership right, royalty payment information, and royalty interest history. Despite the Debtors' efforts and accommodations, the Objection bluntly contends that the Debtors are attempting to "manipulate and use these bankruptcy proceedings to fraud and cheat landowners like the Parker Heirs." *See, e.g.*, Objection at 5. These baseless attacks are contradicted by the record and in reality, the Debtors have gone to great lengths and spent an extraordinary amount of time and resources to work with the Parker Heirs, including a good faith participation in mediation efforts with the Parker Heirs. These bald assertions by the Parker Heirs are more likely a direct result of the Parker Heirs' frustrations that their royalty interests are not more valuable, not a general dissatisfaction with the Debtors. Nevertheless, the Debtors are not responsible for the depressed hydrocarbon prices which subsequently reduced royalty interest payments for all royalty interest holders, and helped to unfortunately guide the Debtors into bankruptcy. In short, the Debtors have appropriately been paying all of their royalty interest holders, including the Parker Heirs, and will continue to pay all of their thousands of royalty owners as proposed reorganized debtors.

B. Other Royalty Claims

31. In addition to the Parker Heir Claims, there are eight other groups of royalty interest claimants that hold a combined 40 Claims [Claim Nos. 500, 529, 530, 542, 543 621, 840, 911, 957, 1140, 1141, 1142, 1143, 1144, 1217, 1329, 1463, 1465, 1801, 1809, 1811, 1932, 1933, 1934, 1935, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2010, 2086, 2259, 2443, 2475, 2483, 2649] (in the aggregate, the "Other Disputed Claims"). In short, similar to the Parker Heir Claims, the Other Disputed Claims are not entitled to any recovery, as discussed in the Johnson Declaration.

32. The Debtors have examined the gross revenue generated by each well related to the Other Disputed Claims (in the aggregate, the “Applicable Wells”). In the time period between the first quarter in 2014 and the fourth quarter in 2016, the aggregate gross revenue generated by the Applicable Wells totaled \$21,361,896. This amount includes fees, expenses, taxes, and the majority amount that Samson is entitled to keep as operator.

1. Alford Family Claims

33. In total, the Alford family filed twenty-six Claims [Claim Nos. 542, 621, 840, 911, 957, 1463, 1465, 1809, 1811, 1932, 1933, 1934, 1935, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2010, 2259, 2443, 2475, and 2483]. All of the Alford family claims relate to property interests in Webster County, Louisiana.

a. Floyd P. Alford

34. Floyd P. Alford filed one proof of claim [Claim No. 2483], which asserts a Claim for \$23,171,528, of which \$11,578,139 is classified as a secured claim, \$15,250 as a priority claim, \$11,578,139 as an administrative claim, and \$11,578,139 as a 503(b)(9) claim. Mr. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00005325; (2) Burson, Claude 1 ALT: .00005325; (3) Burson, Claude 2 ALT: .00005325; (4) Alford 1 ALT: .00005325; (5) Burton ET AL 1-AL T/DNU-DOI: .00005325; (6) Beatty ET AL 1: .00005325; (7) Crichton 2: .00005325; (8) Roberts ET AL 1 ALT: .00005325; (9) Roberts ET AL 2: .00005325; (10) Beatty #2: .00005325; (11) Crichton #3 ALT: .00005325; (12) Crichton #4: .00005325; (13) Burton #2 ALT: .0000565; and (14) Roberts ET AL #3 ALT: .00005325. In addition, the check details indicate that Mr. Alford has been paid on account of his percentage royalty interests as follows: (1) May 25, 2014: \$74.20; (2) July 25, 2014: \$37.45; (3) August 28, 2014: \$5.03; (4) March 25, 2015: \$25.13; (5) July 29, 2015:

\$11.88; (6) March 28, 2016: \$26.64; and (7) May 25, 2016: \$29.77. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have fully satisfied the royalty interest payments that Mr. Alford is entitled to receive.

b. Gregory D. Alford

35. Gregory D. Alford filed one proof of claim [Claim No. 2004], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Mr. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003994; (2) Burson, Claude 1 ALT: .00003994; (3) Burson, Claude 2 ALT: .00003994; (4) Alford 1 ALT: .00003994; (5) Burton ET AL 1-AL T/DNU-DOI: .00003994; (6) Beatty ET AL 1: .00003994; (7) Crichton 2: .00003994; (8) Roberts ET AL 1 ALT: .00003994; (9) Roberts ET AL 2: .00003994; (10) Beatty #2: .00003994; (11) Crichton #3 ALT: .00003994; (12) Crichton #4: .00003994; (13) Burton #2 ALT: .00004239; and (14) Roberts ET AL #3 ALT: .00003994. In addition, the check details indicate that Mr. Alford has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$46.34; and (2) July 29, 2015: \$28.02. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Alford.

c. Lawrence Alford

36. Lawrence Alford filed one proof of claim [Claim No. 2475], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Mr. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00001998; (2) Burson, Claude 1 ALT: .00001998; (3) Burson, Claude 2 ALT:

.00001998; (4) Alford 1 ALT: .00001998; (5) Burton ET AL 1-AL T/DNU-DOI: .00001998; (6) Beatty ET AL 1: .00001998; (7) Crichton 2: .00001998; (8) Roberts ET AL 1 ALT: .00001998; (9) Roberts ET AL 2: .00001998; (10) Beatty #2: .00001998; (11) Crichton #3 ALT: .00001998; (12) Crichton #4: .00001998; (13) Burton #2 ALT: .00002118; and (14) Roberts ET AL #3 ALT: .00001998. In addition, the check details indicate that Mr. Alford has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$23.83; and (2) July 29, 2015: \$14.10. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have fully satisfied the royalty interest payments that Mr. Alford is entitled to receive.

d. Lunina Alford

37. Lunina Alford filed one proof of claim [Claim No. 2001], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Ms. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00001997; (2) Burson, Claude 1 ALT: .00001997; (3) Burson, Claude 2 ALT: .00001997; (4) Alford 1 ALT: .00001997; (5) Burton ET AL 1-AL T/DNU-DOI: .00001997; (6) Beatty ET AL 1: .00001997; (7) Crichton 2: .00001997; (8) Roberts ET AL 1 ALT: .00001997; (9) Roberts ET AL 2: .00001997; (10) Beatty #2: .00001997; (11) Crichton #3 ALT: .00001997; (12) Crichton #4: .00001997; (13) Burton #2 ALT: .00002119; and (14) Roberts ET AL #3 ALT: .00001997. In addition, the check details indicate that Ms. Alford has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$23.82; and (2) July 29, 2015: \$14.10. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have fully satisfied the royalty interest payments that Ms. Alford is entitled to receive.

e. Myra D. Alford

38. Myra D. Alford filed one proof of claim [Claim No. 2003], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Ms. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003994; (2) Burson, Claude 1 ALT: .00003994; (3) Burson, Claude 2 ALT: .00003994; (4) Alford 1 ALT: .00003994; (5) Burton ET AL 1-AL T/DNU-DOI: .00003994; (6) Beatty ET AL 1: .00003994; (7) Crichton 2: .00003994; (8) Roberts ET AL 1 ALT: .00003994; (9) Roberts ET AL 2: .00003994; (10) Beatty #2: .00003994; (11) Crichton #3 ALT: .00003994; (12) Crichton #4: .00003994; (13) Burton #2 ALT: .00004239; and (14) Roberts ET AL #3 ALT: .00003994. In addition, the check details indicate that Ms. Alford has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$46.34; and (2) July 29, 2015: \$28.03. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Alford.

f. Regina R. Alford

39. Regina R. Alford filed one proof of claim [Claim No. 1998], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Ms. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003994; (2) Burson, Claude 1 ALT: .00003994; (3) Burson, Claude 2 ALT: .00003994; (4) Alford 1 ALT: .00003994; (5) Burton ET AL 1-AL T/DNU-DOI: .00003994; (6) Beatty ET AL 1: .00003994; (7) Crichton 2: .00003994; (8) Roberts ET AL 1 ALT: .00003994; (9) Roberts ET AL 2: .00003994; (10) Beatty #2: .00003994; (11) Crichton #3 ALT: .00003994; (12) Crichton #4: .00003994; (13) Burton #2 ALT: .00004239; and (14) Roberts ET AL #3 ALT:

.00003994. In addition, the check details indicate that Ms. Alford has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$46.34; and (2) July 29, 2015: \$28.03. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Alford.

g. Ronald F. Alford

40. Ronald F. Alford filed one proof of claim [Claim No. 1999], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Mr. Alford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003994; (2) Burson, Claude 1 ALT: .00003994; (3) Burson, Claude 2 ALT: .00003994; (4) Alford 1 ALT: .00003994; (5) Burton ET AL 1-AL T/DNU-DOI: .00003994; (6) Beatty ET AL 1: .00003994; (7) Crichton 2: .00003994; (8) Roberts ET AL 1 ALT: .00003994; (9) Roberts ET AL 2: .00003994; (10) Beatty #2: .00003994; (11) Crichton #3 ALT: .00003994; (12) Crichton #4: .00003994; (13) Burton #2 ALT: .00004239; and (14) Roberts ET AL #3 ALT: .00003994. In addition, the check details indicate that Mr. Alford has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$46.34; and (2) July 29, 2015: \$28.02. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Alford.

h. Gary J. Cox

41. Gary J. Cox filed one proof of claim [Claim No. 1932], which asserts a Claim for \$100 million, the full amount of which is classified as a priority claim. Mr. Cox owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D:

.00073713; (2) Burson, Claude 1 ALT: .00098198; (3) Burson, Claude 2 ALT: .00076284; (4) Alford 1 ALT: .00109582; (5) Burton ET AL 1-AL T/DNU-DOI: .00142594; (6) Beatty ET AL 1: .00077258; (7) Crichton 2: .00103194; (8) Roberts ET AL 1 ALT: .00036041; (9) Roberts ET AL 2: .0008954; (10) Beatty #2: .00058528; (11) Crichton #3 ALT: .00109462; (12) Crichton #4: .0007478; (13) Burton #2 ALT: .00093222; and (14) Roberts ET AL #3 ALT: .00101712. In addition, the check details indicate that Mr. Cox has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014, a cleared check for \$48.28; and (2) July 29, 2015, a cleared check for \$13.96. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Cox.

i. James Cox, Jr.

42. James Cox, Jr. filed one proof of claim [Claim No. 1935], which asserts a Claim for \$100 million, the full amount of which is classified as a priority claim. Mr. Cox owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00001956; (2) Burson, Claude 1 ALT: .00001956; (3) Burson, Claude 2 ALT: .00001956; (4) Alford 1 ALT: .00001956; (5) Burton ET AL 1-AL T/DNU-DOI: .00001956; (6) Beatty ET AL 1: .00001956; (7) Crichton 2: .00001956; (8) Roberts ET AL 1 ALT: .00001956; (9) Roberts ET AL 2: .00001956; (10) Beatty #2: .00001956; (11) Crichton #3 ALT: .00001956; (12) Crichton #4: .00001956; (13) Burton #2 ALT: .0000242; and (14) Roberts ET AL #3 ALT: .00001956. In addition, the check details indicate that Mr. Cox has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$46.34; and (2) July 29, 2015: \$13.96. Furthermore, according to the Debtors' records, the wells related to the respective royalty

interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Cox.

j. Sherry Cox

43. Sherry Cox filed one proof of claim [Claim No. 1933], which asserts a Claim for \$100 million, the full amount of which is classified as a priority claim. Ms. Cox owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00001956; (2) Burson, Claude 1 ALT: .00001956; (3) Burson, Claude 2 ALT: .00001956; (4) Alford 1 ALT: .00001956; (5) Burton ET AL 1-AL T/DNU-DOI: .00001956; (6) Beatty ET AL 1: .00001956; (7) Crichton 2: .00001956; (8) Roberts ET AL 1 ALT: .00001956; (9) Roberts ET AL 2: .00001956; (10) Beatty #2: .00001956; (11) Crichton #3 ALT: .00001956; (12) Crichton #4: .00001956; (13) Burton #2 ALT: .0000242; and (14) Roberts ET AL #3 ALT: .00001956. In addition, the check details indicate that Ms. Cox has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$23.41; and (2) July 29, 2015: \$13.96. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Cox.

k. Edna Jean Crissmon

44. Edna Jean Crissmon filed one proof of claim [Claim No. 1934], which asserts a Claim for \$100 million, the full amount of which is classified as a priority claim. Ms. Crissmon owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00210764; (2) Burson, Claude 1 ALT: .00210979; (3) Burson, Claude 2 ALT: .00217153; (4) Alford 1 ALT: .00264109; (5) Burton ET AL 1-AL T/DNU-DOI: .00363856; (6) Beatty ET AL 1: .00223026; (7) Crichton 2: .00223018; (8) Roberts ET AL 1 ALT: .00070428;

(9) Roberts ET AL 2: .00211136; (10) Beatty #2: .00105333; (11) Crichton #3 ALT: .00258276; (12) Crichton #4: .00175802; (13) Burton #2 ALT: .0026172; and (14) Roberts ET AL #3 ALT: .00246498. In addition, the check details indicate that Ms. Crissmon has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014, a cleared check for \$68.12; and (2) July 29, 2015, a cleared check for \$41.01. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Crissmon.

I. Rosa Jane Daniel

45. Rosa Jane Daniel filed one proof of claim [Claim No. 1811], which asserts a Claim for \$100 million, the full amount of which is classified as a priority claim. Ms. Daniel owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00031953; (2) Burson, Claude 1 ALT: .00031953; (3) Burson, Claude 2 ALT: .00031953; (4) Alford 1 ALT: .00031953; (5) Burton ET AL 1-AL T/DNU-DOI: .00031953; (6) Beatty ET AL 1: .00031953; (7) Crichton 2: .00031953; (8) Roberts ET AL 1 ALT: .00031953; (9) Roberts ET AL 2: .00031953; (10) Beatty #2: .00031953; (11) Crichton #3 ALT: .00031953; (12) Crichton #4: .00031953; (13) Burton #2 ALT: .0003391; and (14) Roberts ET AL #3 ALT: .00031953. In addition, the check details indicate that Ms. Daniel has been paid on account of her percentage royalty interests as follows: (1) April 25, 2014: \$122.98; (2) August 25, 2014: \$119.67; (3) January 1, 2015: \$109.05; July 25, 2015: \$110.63; and January 25, 2016: \$101.45. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Daniel.

m. Dennis Fizer

46. Dennis Fizer filed two proofs of claim [Claim Nos. 1463 and 2259] that each asserts a Claim for \$20 billion, \$10 billion of which is classified as a secured claim and the remaining \$10 billion of which is classified as a priority claim. Mr. Fizer owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003043; (2) Burson, Claude 1 ALT: .00003043; (3) Burson, Claude 2 ALT: .00003043; (4) Alford 1 ALT: .00003043; (5) Burton ET AL 1-AL T/DNU-DOI: .00003043; (6) Beatty ET AL 1: .00003043; (7) Crichton 2: .00003043; (8) Roberts ET AL 1 ALT: .00003043; (9) Roberts ET AL 2: .00003043; (10) Beatty #2: .00003043; (11) Crichton #3 ALT: .00003043; (12) Crichton #4: .00003043; (13) Burton #2 ALT: .00003764; and (14) Roberts ET AL #3 ALT: .00003043. In addition, the check details indicate that Mr. Fizer has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$35.69; and (2) July 29, 2015: \$21.47. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Fizer.

n. Elaine Fizer

47. Elaine Fizer filed two proofs of claim [Claim Nos. 1465 and 2443] which assert a Claim for \$20 billion, \$10 billion of which is classified as a secured claim and the remaining \$10 billion of which is classified as a priority claim. Ms. Fizer owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003043; (2) Burson, Claude 1 ALT: .00003043; (3) Burson, Claude 2 ALT: .00003043; (4) Alford 1 ALT: .00003043; (5) Burton ET AL 1-AL T/DNU-DOI: .00003043; (6) Beatty ET AL 1: .00003043; (7) Crichton 2: .00003043; (8) Roberts ET AL 1 ALT: .00003043; (9) Roberts ET AL 2: .00003043;

(10) Beatty #2: .00003043; (11) Crichton #3 ALT: .00003043; (12) Crichton #4: .00003043; (13) Burton #2 ALT: .00003764; and (14) Roberts ET AL #3 ALT: .00003043. In addition, the check details indicate that Ms. Fizer has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$35.70; and (2) July 29, 2015: \$21.47. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Fizer.

o. Felicia A. Foster

48. Felicia A. Foster filed one proof of claim [Claim No. 2010], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Ms. Foster owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00073713; (2) Burson, Claude 1 ALT: .00098198; (3) Burson, Claude 2 ALT: .00076284; (4) Alford 1 ALT: .00109582; (5) Burton ET AL 1-AL T/DNU-DOI: .00142594; (6) Beatty ET AL 1: .00077258; (7) Crichton 2: .00103194; (8) Roberts ET AL 1 ALT: .00036041; (9) Roberts ET AL 2: .0008954; (10) Beatty #2: .00058528; (11) Crichton #3 ALT: .00109462; (12) Crichton #4: .0007478; (13) Burton #2 ALT: .00093222; and (14) Roberts ET AL #3 ALT: .00101712. In addition, the check details indicate that Ms. Foster has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$46.36; (2) July 29, 2015: \$28.02; and (3) July 25, 2016: \$19.05. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have fully satisfied the royalty interest payments that Ms. Foster is entitled to receive.

p. Jeanette Jackson

49. Jeanette Jackson filed one proof of claim [Claim No. 2002], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Ms. Jackson owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .0021532; (2) Burson, Claude 1 ALT: .00227302; (3) Burson, Claude 2 ALT: .0021967; (4) Alford 1 ALT: .00251526; (5) Burton ET AL 1-AL T/DNU-DOI: .00323462; (6) Beatty ET AL 1: .0021568; (7) Crichton 2: .00207492; (8) Roberts ET AL 1 ALT: .00047377; (9) Roberts ET AL 2: .00199604; (10) Beatty #2: .0013158; (11) Crichton #3 ALT: .00263608; (12) Crichton #4: .00215061; (13) Burton #2 ALT: .00245862; and (14) Roberts ET AL #3 ALT: .00271592. In addition, the check details indicate that Ms. Jackson has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014, a cleared check for \$46.34; (2) July 29, 2015, a cleared check for \$28.02; and (3) July 25, 2016, a cleared check for \$19.06. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have fully satisfied the royalty interest payments that Ms. Jackson is entitled to receive.

q. Antonio Richard Miles

50. Antonio Richard Miles filed one proof of claim [Claim No. 542], which asserts a Claim for \$10 million, \$5 million of which is classified as a secured claim and \$5 million of which is classified as a priority claim. Mr. Miles owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00056848; (2) Burson, Claude 1 ALT: .00036494; (3) Burson, Claude 2 ALT: .00063936; (4) Alford 1 ALT: .00069504; (5) Burton ET AL 1-AL T/DNU-DOI: .00085016; (6) Beatty ET AL 1: .00058996; (7) Crichton 2: .00060754; (8) Roberts ET AL 1 ALT: .00013856; (9) Roberts ET AL 2: .0004882; (10) Beatty #2:

.00035758; (11) Crichton #3 ALT: .00066268; (12) Crichton #4: .0005934; (13) Burton #2 ALT: .00064952; and (14) Roberts ET AL #3 ALT: .00065268. In addition, the check details indicate that Mr. Miles has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014, a voided check for \$7.97; (2) July 29, 2015, a voided check for \$12.40; and (3) July 25, 2016, a cleared check for \$23.76. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have fully satisfied the royalty interest payments that Mr. Miles is entitled to receive.

r. Elbert Lee Miles, Jr.

51. Elbert Lee Miles, Jr. filed one proof of claim [Claim No. 957], which asserts a Claim for \$10 million, \$5 million of which is classified as a secured claim and \$5 million of which is classified as a priority claim. Mr. Miles, Jr. owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00000666; (2) Burson, Claude 1 ALT: .00000666; (3) Burson, Claude 2 ALT: .00000666; (4) Alford 1 ALT: .00000666; (5) Burton ET AL 1-AL T/DNU-DOI: .00000666; (6) Beatty ET AL 1: .00000666; (7) Crichton 2: .00000666; (8) Roberts ET AL 1 ALT: .00000666; (9) Roberts ET AL 2: .00000666; (10) Beatty #2: .00000666; (11) Crichton #3 ALT: .00000666; (12) Crichton #4: .00000666; (13) Burton #2 ALT: .00000706; and (14) Roberts ET AL #3 ALT: .00000666. In addition, the check details indicate that Mr. Miles has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$7.97. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Miles.

s. Ernestine Watkins

52. Ernestine Watkins (formerly Ernestine Evans) has one Claim [Claim No. 1809] alleging a claim amount of \$91 million, the full amount of which is classified as a secured claim. Ms. Watkins owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00005326; (2) Burson, Claude 1 ALT: .00005326; (3) Burson, Claude 2 ALT: .00005326; (4) Alford 1 ALT: .00005326; (5) Burton ET AL 1-AL T/DNU-DOI: .00005326; (6) Beatty ET AL 1: .00005326; (7) Crichton 2: .00005326; (8) Roberts ET AL 1 ALT: .00005326; (9) Roberts ET AL 2: .00005326; (10) Beatty #2: .00005326; (11) Crichton #3 ALT: .00005326; (12) Crichton #4: .00005326; (13) Burton #2 ALT: .0000565; and (14) Roberts ET AL #3 ALT: .00005326. In addition, the check details indicate that Ms. Watkins has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$61.56; (2) July 29, 2015: \$37.02. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Watkins.

t. Elizabeth Whitford

53. Elizabeth Whitford filed one proof of claim [Claim No. 2000], which asserts a Claim for \$50 million, the full amount of which is classified as a priority claim. Ms. Whitford owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00003994; (2) Burson, Claude 1 ALT: .00003994; (3) Burson, Claude 2 ALT: .00003994; (4) Alford 1 ALT: .00003994; (5) Burton ET AL 1-AL T/DNU-DOI: .00003994; (6) Beatty ET AL 1: .00003994; (7) Crichton 2: .00003994; (8) Roberts ET AL 1 ALT: .00003994; (9) Roberts ET AL 2: .00003994; (10) Beatty #2: .00003994; (11) Crichton #3 ALT: .00003994; (12) Crichton #4: .00003994; (13) Burton #2 ALT: .00004239; and (14) Roberts ET AL #3 ALT:

.00003994. In addition, the check details indicate that Ms. Whitford has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$46.34; and (2) July 29, 2015: \$28.02. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Whitford.

u. Eugene E. Williams

54. Eugene E. Williams filed one proof of claim [Claim No. 911], which asserts a Claim for \$33.8 million, \$3 million of which is classified as a secured claim and \$30.8 million of which is classified as a priority claim. Mr. Williams owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00002739; (2) Burson, Claude 1 ALT: .00002739; (3) Burson, Claude 2 ALT: .00002739; (4) Alford 1 ALT: .00002739; (5) Burton ET AL 1-AL T/DNU-DOI: .00002739; (6) Beatty ET AL 1: .00002739; (7) Crichton 2: .00002739; (8) Roberts ET AL 1 ALT: .00002739; (9) Roberts ET AL 2: .00002739; (10) Beatty #2: .00002739; (11) Crichton #3 ALT: .00002739; (12) Crichton #4: .00002739; (13) Burton #2 ALT: .0000565; and (14) Roberts ET AL #3 ALT: .0002739. In addition, the check details indicate that Mr. Williams has been paid on account of his percentage royalty interests as follows: (1) March 25, 2014: \$27.34; (2) August 28, 2014: \$13.77; (3) July 29, 2015: \$20.08; (4) September 28, 2015: \$44.40. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Williams.

v. Juanita Renee Williams, III

55. Juanita Renee Williams, III filed one proof of claim [Claim No. 621], which asserts a Claim for \$10 million, \$5 million of which is classified as a secured claim and \$5 million of which is classified as a priority claim. Ms. Williams owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00000666; (2) Burson, Claude 1 ALT: .00000666; (3) Burson, Claude 2 ALT: .00000666; (4) Alford 1 ALT: .00000666; (5) Burton ET AL 1-AL T/DNU-DOI: .00000666; (6) Beatty ET AL 1: .00000666; (7) Crichton 2: .00000666; (8) Roberts ET AL 1 ALT: .00000666; (9) Roberts ET AL 2: .00000666; (10) Beatty #2: .00000666; (11) Crichton #3 ALT: .00000666; (12) Crichton #4: .00000666; (13) Burton #2 ALT: .00000706; and (14) Roberts ET AL #3 ALT: .00000666. In addition, the check details indicate that Ms. Williams has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$8.00; and (2) July 29, 2015: \$12.44. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Ms. Williams.

w. Lawrence Williams

56. Lawrence Williams filed one proof of claim [Claim No. 840], which asserts a Claim for \$33.8 million, \$1.5 million of which is classified as a secured claim and \$32.3 million of which is classified as a priority claim. Mr. Williams owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .00000666; (2) Burson, Claude 1 ALT: .00001361; (3) Burson, Claude 2 ALT: .00001361; (4) Alford 1 ALT: .00001361; (5) Burton ET AL 1-AL T/DNU-DOI: .00001361; (6) Beatty ET AL 1: .00001361; (7) Crichton 2: .00001361; (8) Roberts ET AL 1 ALT: .00001361; (9) Roberts ET AL 2: .00001361; (10) Beatty

#2: .00001361; (11) Crichton #3 ALT: .00001361; (12) Crichton #4: .00001361; (13) Burton #2 ALT: .00001413; and (14) Roberts ET AL #3 ALT: .00001361. In addition, the check details indicate that Mr. Williams has been paid on account of his percentage royalty interests as follows: (1) August 28, 2014: \$16.15. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Williams.

x. Sandra M. Williams

57. Sandra M. Williams filed one proof of claim [Claim No. 2005], which asserts a Claim for \$33.8 million, \$3 million of which is classified as a secured claim and \$30.8 million of which is classified as a priority claim. Ms. Williams owns the specified royalty percentage in each of the following properties: (1) Crichton 34-1 & 34-1D: .0000274; (2) Burson, Claude 1 ALT: .0000274; (3) Burson, Claude 2 ALT: .0000274; (4) Alford 1 ALT: .0000274; (5) Burton ET AL 1-AL T/DNU-DOI: .0000274; (6) Beatty ET AL 1: .0000274; (7) Crichton 2: .0000274; (8) Roberts ET AL 1 ALT: .0000274; (9) Roberts ET AL 2: .0000274; (10) Beatty #2: .0000274; (11) Crichton #3 ALT: .0000274; (12) Crichton #4: .0000274; (13) Burton #2 ALT: .0000565; and (14) Roberts ET AL #3 ALT: .0000274. In addition, the check details indicate that Ms. Williams has been paid on account of her percentage royalty interests as follows: (1) August 28, 2014: \$33.12; and (2) July 29, 2015: \$20.08. Furthermore, according to the Debtors' records, the wells related to the respective royalty interests were purchased by a buyer, 31 Group, which closed on March 29, 2016. The Debtors have transferred the funds to 31 Group for the benefit of Mr. Williams.

58. The Debtors have acted appropriately regarding each Alford family Claim based on the Debtors' actions regarding their royalty interest distributions.

4. Deadmon Family Claims

59. In total, the members of the Deadmon family have asserted five Claims [Claim Nos. 1140, 1141, 1142, 1143 and 1144]. All of the Deadmon family interests described below relate to property located in Harrison County, Texas.

a. Jackie Deadmon

60. Jackie Deadmon filed one proof of claim [Claim No. 1140], which asserts a Claim for \$33.8 million, the full amount of which is classified as an unsecured amount. Ms. Deadmon owns the specified royalty percentage in each of the following properties: (1) Deadmon A #4 - J.B. Franklin Svy, A-256: .00003055; (2) Deadmon A #2 - G.W. Cartwright Svy, A-140: .00003055; (3) Deadmon A #3 - G.W. Cartwright Svy, A-140: .00003055; (4) Deadmon A #5 - J.B. Franklin Svy, A-256: .00003055; (5) Deadmon A# 6 - G.W. Cartwright Svy, A-140: .00003055; (6) Deadmon A #1 - G.W. Cartwright Svy, A-140: .00001585. The Debtors operate all of the above properties except for Deadmon A #1, which is operated by Chisos. According to the Debtors' records, all royalty payments to Ms. Deadmon have been fully satisfied, including by payments of \$19.02 on August 28, 2014, and \$13.18 on July 29, 2015 (the most recent payments). In addition, minimum pay checks are planned to continue in accordance with the Debtors' ordinary course of business and Texas law, including issuance of the next check in February 2017.

b. Tylonar Deadmon

61. Tylonar Deadmon filed one proof of claim [Claim No. 1141], which asserts a Claim for \$33.8 million, the full amount of which is classified as an unsecured amount. Mr.

Deadmon owns the specified royalty percentage in each of the following properties: (1) Deadmon A #4 - J.B. Franklin Svy, A-256: .00003055; (2) Deadmon A #2 - G.W. Cartwright Svy, A-140: .00003055; (3) Deadmon A #3 - G.W. Cartwright Svy, A-140: .00003055; (4) Deadmon A #5 - J.B. Franklin Svy, A-256: .00003055; (5) Deadmon A# 6 - G.W. Cartwright Svy, A-140: .00003055; (6) Deadmon A #1 - G.W. Cartwright Svy, A-140: .00001585. The Debtors operate all of the above properties except for Deadmon A #1, which is operated by Chisos. According to the Debtors' records, all royalty payments to Mr. Deadmon have been fully satisfied, including by payments of \$32.72 on August 28, 2014, and \$13.18 on July 29, 2015 (the most recent payments). In addition, minimum pay checks are planned to continue in accordance with the Debtors' ordinary course of business and Texas law, including issuance of the next check in February 2017.

c. Reginald Deadmon

62. Reginald Deadmon filed one proof of claim [Claim No. 1142], which asserts a Claim for \$33.8 million, the full amount of which is classified as an unsecured amount. Mr. Deadmon owns the specified royalty percentage in each of the following properties: (1) Deadmon A #4 - J.B. Franklin Svy, A-256: .00003055; (2) Deadmon A #2 - G.W. Cartwright Svy, A-140: .00003055; (3) Deadmon A #3 - G.W. Cartwright Svy, A-140: .00003055; (4) Deadmon A #5 - J.B. Franklin Svy, A-256: .00003055; (5) Deadmon A# 6 - G.W. Cartwright Svy, A-140: .00003055; (6) Deadmon A #1 - G.W. Cartwright Svy, A-140: .00001585. According to the Debtors' records, all royalty payments to Mr. Deadmon have been fully satisfied, including by payments of \$19.02 on August 28, 2014, and \$13.18 on July 29, 2015 (the most recent payments). In addition, minimum pay checks are planned to continue in accordance

with the Debtors' ordinary course of business and Texas law, including issuance of the next check in February 2017.

d. Clifton Deadmon

63. Clifton Deadmon filed one proof of claim [Claim No. 1143], which asserts a Claim for \$33.8 million, the full amount of which is classified as an unsecured amount. Mr. Deadmon owns the specified royalty percentage in each of the following properties: (1) Deadmon A #4 - J.B. Franklin Svy, A-256: .00003055; (2) Deadmon A #2 - G.W. Cartwright Svy, A-140: .00003055; (3) Deadmon A #3 - G.W. Cartwright Svy, A-140: .00003055; (4) Deadmon A #5 - J.B. Franklin Svy, A-256: .00003055; (5) Deadmon A# 6 - G.W. Cartwright Svy, A-140: .00003055; (6) Deadmon A #1 - G.W. Cartwright Svy, A-140: .00001585. The Debtors operate all of the above properties except for Deadmon A #1, which is operated by Chisos. According to the Debtors' records, all royalty payments to Mr. Deadmon have been fully satisfied, including by payments of \$0.84 on December 25, 2016, and \$0.67 on January 25, 2017 (the most recent payments). In addition, minimum pay checks are planned to continue in accordance with the Debtors' ordinary course of business and Texas law, including issuance of the next check in February 2017. Furthermore, because the signed division is in accordance with the Debtors' records, all royalty payments due to Mr. Deadmon have been fully satisfied. Therefore, the Debtors do not believe they are exposed to liability for unpaid royalties on this claim.

e. Annie Ruth Deadmon

64. The Annie Ruth Deadmon Life Estate (the "Deadmon Estate") filed one proof of claim [Claim No. 1144], which, which asserts a Claim for \$33.8 million, the full amount of which is classified as an unsecured amount. The Deadmon Estate owns the specified royalty

percentage in each of the following properties: (1) Deadmon A #4 - J.B. Franklin Svy, A-256: .00006110; (2) Deadmon A #2 - G.W. Cartwright Svy, A-140: .00006110; (3) Deadmon A #3 - G.W. Cartwright Svy, A-140: .00006110; (4) Deadmon A #5 - J.B. Franklin Svy, A-256: .00006110; (5) Deadmon A# 6 - G.W. Cartwright Svy, A-140: .00006110; (6) Deadmon A #1 - G.W. Cartwright Svy, A-140: .00003170. The Debtors operate all of the above properties except for Deadmon A #1, which is operated by Chisos. According to the Debtors' records, all royalty payments to the Deadmon Estate have been fully satisfied, including by payments of \$26.06 on July 29, 2015, and \$15.72 on July 25, 2016 (the most recent payments). In addition, minimum pay checks are planned to continue in accordance with the Debtors' ordinary course of business and Texas law, including issuance of the next check in February 2017. Furthermore, because the signed division is in accordance with the Debtors' records, all royalty payments due to Deadmon Estate have been fully satisfied. Therefore, the Debtors do not believe they are exposed to liability for unpaid royalties on this claim.

65. The Debtors have determined that each claimant that holds a Deadmon family Claim is being appropriately paid according to Texas statutory check laws. Moreover, the Debtors will continue to release minimum pay checks on account of each claimant's applicable royalty interest. The next check to be issued in February 2017. For the forgoing reasons, the Debtors have acted appropriately regarding the Deadmon family claims.

5. Tremble Family Claims

66. In total, members of the Tremble family filed four Claims [Claim Nos. 500, 529, 530 and 543]. All of the Deadmon family interests described below relate to property located in Rusk County, Texas.

a. Billie Murphy Tremble

67. Billie Murphy Tremble filed one proof of claim [Claim No. 529], which asserts a Claim for \$69.4 million, the full amount of which is classified as a priority claim. Ms. Tremble owns the specified royalty percentage in each of the following properties: (1) Grant JM 1: .00094023; (2) Grant JM 2: .00094023; (3) Pollard J 1: .00006518; and (4) Prior WP 1: .00056485. According to the Debtors' records, all royalty payments to Ms. Tremble have been fully satisfied, including by payments of \$34.10 on July 29, 2015, and \$97.74 on July 25, 2016 (the most recent payments). Furthermore, according to the Debtors' records, the Debtors sold these wells at auction on April 1, 2016, to Proline Energy Resources, Inc., effective March 1, 2016. Ms. Tremble was in minimum pay status and has been receiving payments in accordance with Texas statutory minimum check write. The funds related to Ms. Tremble's royalty interest have been transferred to Proline Energy Resources, Inc. When Ms. Tremble called the Debtors' Owner Relations' Department in December 2015, stating that she had not received a royalty check, she was told in a follow-up voicemail that her account has reached the \$100 minimum pay amount that would allow her check be issued only once.

b. Selia Tremble Shawkey

68. Selia Tremble Shawkey filed one proof of claim [Claim No. 543], which asserts a Claim for \$69.4 million, the full amount of which is classified as a priority claim. Ms. Shawkey owns the specified royalty percentage in each of the following properties: (1) Grant JM 1: .00093010; (2) Grant JM 2: .00093010; (3) Pollard J 1: .00006518; and (4) Prior WP 1: .00056485. According to the Debtors' records, all royalty payments to Ms. Tremble have been fully satisfied, including by payments of \$33.84 on July 29, 2015, and \$97.09 on July 25, 2016 (the most recent payments). Furthermore, according to the Debtors' records, the Debtors sold

these wells at auction on April 1, 2016, to Proline Energy Resources, Inc., effective March 1, 2016. As a result, the Debtors have been transferring funds to Proline Energy Resources, Inc. Ms. Shawkey was in minimum pay status and has been receiving payments in accordance with Texas statutory minimum check write.

c. Sharon Tremble Donaldson

69. Sharon Tremble Donaldson filed one proof of claim [Claim No. 530], which asserts a Claim for \$69.4 million, the full amount of which is classified as a priority claim. Ms. Donaldson owns the specified royalty percentage in each of the following properties: (1) Grant JM 1: .00093010; (2) Grant JM 2: .00093010; (3) Pollard J 1: .00006518; and (4) Prior WP 1: .00056485. According to the Debtors' records, all royalty payments to Ms. Donaldson have been fully satisfied, including by payments of \$33.84 on July 29, 2015, and \$97.09 on July 25, 2016 (the most recent payments). Furthermore, according to the Debtors' records, the wells related to Ms. Donaldson's royalty interests were sold by the Debtors at an auction on April 1, 2016, to Proline Energy Resources, Inc., effective March 1, 2016. As a result, the Debtors have been transferring the funds related to Ms. Donaldson's royalty interests to Proline Energy Resources, Inc. Ms. Donaldson was in minimum pay status and has been receiving payments in accordance with Texas statutory minimum check write. Ms. Donaldson has also been in communication with the Debtors, writing a letter in October 2015 regarding the Tremble family claims and asking logistical questions regarding their claims and filing procedures. In response, the Debtors emailed Ms. Donaldson to put her and the other three Tremble family claimants on notice that the proof of claim form was only for lenders and vendors, not royalty interest owners.

d. Wilmer Forrest Tremble, Jr.

70. Wilmer Forrest Tremble, Jr. filed one proof of claim [Claim No. 500], which asserts a Claim for \$69.4 million, the full amount of which is classified as a priority claim. Mr. Tremble owns the specified royalty percentage in each of the following properties: (1) Grant JM 1: .00093010; (2) Grant JM 2: .00093010; (3) Pollard J 1: .00006518; and (4) Prior WP 1: .00056485. In addition, regarding the financial aspects of Mr. Tremble's interests, the Debtors transferred \$239.94 to Proline Energy Resources, Inc. on account of Mr. Tremble's royalty interests between January 1, 2014, and January 31, 2017. Furthermore, according to the Debtors' records, the Debtors sold the wells related to Mr. Tremble's royalty interest at an auction on April 1, 2016, to Proline Energy Resources, Inc., effective March 1, 2016. The Debtors had Mr. Tremble's payments in suspense on account of a bad address on file, the same reason why the previous owner of these wells, Goodrich, held Mr. Tremble's payments in suspense. Mr. Tremble called the Debtors' Owner Relations' Department on December 3, 2015, to inquire into his royalty interest payments. The Debtors called Mr. Tremble back on December 8, 2015, and left a voicemail requesting that Mr. Tremble provide the Debtors with an updated address. The Debtors have still not received an updated address for Mr. Tremble which is why the \$239.94 fund transfer to Proline Energy Resources, Inc. occurred. Because Mr. Tremble's royalty interest payments have not yet been paid, there is no check detail evidence to present.

71. Based on the Debtors' payment activity with respect to Proline, the Debtors have taken all of the appropriate measures regarding the Tremble family Claims.

6. James A. Brown Claim

72. James A. Brown has one Claim [Claim No. 2649] alleging a claim amount of \$68 million, of which \$65.1 million is classified as a secured claim and \$2.9 million is classified as a

priority claim. Mr. Brown owns the specified royalty percentage in each of the following properties located in Rusk County, Texas: (1) Kangerga GU #1: .00039148; (2) Kangerga GU #2: .00039148; (3) Kangerga GU #3: .00039148; (4) Kangerga GU #4: .00039148; (5) Kangerga GU #5: .00039148; (6) Kangerga GU #6: .00039148; (7) Kangerga GU #7: .00039148; (8) Kangerga GU #8: .00039148; (9) Kangerga GU #9: .00039148. According to the Debtors' records, all royalty payments to Mr. Brown have been fully satisfied, including by payments of \$193.19 on January 25, 2016, and \$84.00 on July 25, 2016 (the most recent payments). In addition, minimum pay checks are planned to continue in the Debtors' ordinary course of business and in accordance with Texas statutory law regarding minimum check write. As a result, the Debtors have acted appropriately regarding the Brown Claim.

7. Rachel Danielle Fleming Claim

73. Rachel Danielle Fleming has one Claim [Claim No. 2086] alleging a claim amount of \$33.8 million, the full amount of which is classified as an unsecured claim with no priority. Ms. Fleming owns the specified royalty percentage in each of the following Samson-operated properties in Panola County, Texas: (1) Woods GU 1H - Thomas Kelly Svy, A-372: .00163634. According to the Debtors' records, all royalty payments to the Ms. Fleming have been fully satisfied, including by payments of \$5,973.33 in 2015, \$2,264.29 in 2016, and \$171.08 on January 25, 2017. Furthermore, because the signed division is in accordance with the Debtors' records, all royalty payments due to Ms. Fleming have been fully satisfied. Therefore, the Debtors do not believe they are exposed to liability for unpaid royalties on this Claim.

8. Larry Del Higgins Claim

74. Larry Del Higgins filed one proof of claim [Claim No. 1329] alleging a claim amount of \$52.2 million, the full amount of which is classified as an unsecured claim with no priority. Mr. Higgins owns the specified royalty percentage in each of the following properties located in Dewey County, Oklahoma: (1) DOI 1 - South #1-8 (8-16N-20W): .00001214; (2) DOI 97 - South #1-8 (8-16N-20W): .00001214; and (3) DOI 1 - South #2-8 (8-16N-20W): .00001214. According to the Debtors' records, all royalty payments to Mr. Higgins have been fully satisfied, including by payments of \$1.20 on August 28, 2014 (the most recent payment). The Debtors' records indicate that each well related to Mr. Higgins' royalty interests was recently sold to Fairway in the Central Anadarko asset package that was approved by the Court on October 28, 2016 [Docket No. 1612]. Mr. Higgins was a minimum pay royalty interest owner, and the Debtors have no call log information related to Mr. Higgins. No additional payment records for Mr. Higgins were identified by the Debtors. For the foregoing reasons, the Debtors have acted appropriately regarding Mr. Higgins' Claim.

9. Yvonne Bryson Levy Claim

75. Yvonne Bryson Levy filed one proof of claim [Claim No. 1217], which asserts a claim for \$15.9 million, the full amount of which is classified as a priority claim. Ms. Levy owns the specified royalty percentage in each of the following properties located in Haskell County, Oklahoma: (1) Woodmore #1-6 - DOI 1: .00065320; and (2) Woodmore #1-6 - DOI 97: .00065320. According to the Debtors' records, all royalty payments to Ms. Levy have been fully satisfied, including by payments of \$21.42 on August 28, 2014, and \$12.34 on July 29, 2015 (the most recent payments). The Debtors have been appropriately transferring the funds related to Ms. Levy's royalty interests to Bravo Arkoma, LLC, the company that bought the wells

formerly operated by the Debtors, following the sale of the wells on March 13, 2015 (effective date of November 1, 2014). As a result, the Debtors have acted appropriately regarding Ms. Levy's Claim.

10. Robert Lee Martin Claim

76. Robert Lee Martin has one Claim [Claim No. 1801] alleging a claim amount of \$33.8 million, the full amount of which is classified as an unsecured claim with no priority. Mr. Martin owns a .00001356 royalty interest in the Sandy Hook GU 13-8 #1 well, located in Marion County, Mississippi. According to the Debtors' records, the Debtors sold this well and the associated lease at auction on April 1, 2016, to Ronald R. Taylor, effective March 1, 2016. The Martin Claim was in suspense due to a title defect, and the corresponding royalty revenue was therefore escheated. Because a minimum pay check was never cut on account of the Martin Claim, there is no copy of any check details. Instead, the Debtors' records indicate that the Debtors have escheated \$8.32 on account of unpaid royalties. For this reason, the Debtors have acted appropriately regarding Mr. Martin's Claim.

II. All of the Claims Should be Classified as General Unsecured Claims.

77. To the extent the Claims are not expunged in their entirety, the Court should reclassify all of the Claims as general unsecured claims because the Claims are not entitled to priority or secured status.

A. None of the Claims are Entitled to Priority.

78. When asserting a proof of claim against a debtor, a claimant must allege facts that, if true, would support a finding that the debtor is legally liable to the claimant. *In re Allegheny Int'l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992); *Matter of Int'l Match Corp.*, 69 F. 2d 73, 76 (2d Cir. 1934) (finding that a proof of claim should at least allege facts from which legal

liability can be seen to exist). Where a claimant alleges sufficient facts to support its claim, its claim is afforded *prima facie* validity. *Allegheny Int'l*, 954 F.2d at 173. A party wishing to dispute such a claim must produce evidence in sufficient force to negate the claim's *prima facie* validity, and, in practice, the objecting party must produce evidence that would refute at least one of the allegations essential to the claim's legal sufficiency. *Id.* Once the objecting party produces such evidence, the burden shifts back to the claimant to prove the validity of his or her claim by a preponderance of the evidence, but the burden of persuasion is always on the claimant. *Id.*

79. As described above and set forth on **Exhibit 1** to **Exhibit A**, fifty-three (53) of the Claims⁸ assert that their claims, hold, at least in part, priority status. Upon review of the Priority Claims many, if not all of the Priority Claims, assert on their proof of claim that they are entitled to priority based on "Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(__)"⁹ but fail to provide a legal basis for why the Priority Claims should be entitled to priority. Some of the Priority Claims assert priority status based on "Mineral Rights" or "Entitled to Priority as a Landholder." *See* Claim Nos. 542, 1463, 1481, 1465, 2443, 957, 1809, 911, 840, 621, 2005. However, Bankruptcy Code section 507 provides ten categories in which a claim is entitled to priority and none of the bases set forth on the proofs of claim fall within these categories. *See* 11 U.S.C. § 507.

⁸ Claim Nos. 500, 529, 530, 542, 543, 621, 840, 911, 957, 1217, 1227, 1228, 1272, 1422, 1423, 1463, 1465, 1474, 1477, 1480, 1481, 1483, 1485, 1811, 1932, 1933, 1934, 1935, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2010, 2197, 2259, 2419, 2443, 2475, 2483, 2558, 2649, 2674, 2685, 2687, 2688, 2696, 2697, 2698, & 2720 (collectively, the "Priority Claims").

⁹ Floyd P. Alford filed a proof of claim [Claim No. 2483] which asserted priority status based on wages, salaries, or commissions pursuant to 11 U.S.C. § 507(a)(4) and deposits toward purchase, lease, or rental or property or services for personal, family, or household use pursuant to 11 U.S.C. § 507(a)(7). As set forth further below, these Bankruptcy Code provisions are inapplicable to the claims asserted.

80. First, none of the Priority Claims relate to “domestic support obligations.” 11 U.S.C. § 507(a)(1). Second, as allowed under section 503(b) of the Bankruptcy Code, none of the Priority Claims are administrative expenses such as costs and expenses of preserving the estate, a tax on the estate, or a fine, penalty, or reduction on the debtors. 11 U.S.C. § 507(a)(2). Third, this is a voluntary case and therefore not subject to any unsecured claims under section 502(f). 11 U.S.C. § 507(a)(3). Fourth, the Priority Claims are not related to wages, salaries, commissions, or sales commissions. 11 U.S.C. § 507(a)(4). Fifth, the Priority Claims are not for contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). Sixth, none of the claimants are “engaged in the production or raising of grain” or “engaged as a United States fisherman” on the Debtors behalf. 11 U.S.C. § 507(a)(6). Seventh, none of the Priority Claims arise from the claimants depositing money to purchase property or services for a personal, family, or householder purpose. 11 U.S.C. § 507(a)(7). Eighth, the claimants are not governmental units and do not qualify as having a priority claim. 11 U.S.C. § 507(a)(8). Ninth, the Debtors do not have any commitment to a Federal depository institutions regulatory agency and no Priority Claim is based on this type of commitment. 11 U.S.C. § 507(a)(9). Tenth, none of the Priority Claims arise from the death or personal injury from operating a motor vehicle or vessel while under the influence of alcohol or drugs. 11 U.S.C. § 507(a)(10).

81. The claimants have failed to allege facts that, if true, would support a finding that they are entitled to priority status. Without evidence to support the claimant’s priority assertion, the Claims should not be granted priority status. Further, this Court has held that similar claims do not qualify for priority status for any category under Bankruptcy Code section 507. *See In re Samson Resources, et al.*, 559 B.R. 360, 367 (Bankr. D. Del. 2016). Accordingly, for the reasons set forth herein, the Priority Claims should be reclassified as general unsecured claims.

B. None of the Claims are Secured.

82. As described above and set forth on Exhibit 1 to Exhibit A, thirteen (13) of the Claims¹⁰ state on the title page of their respective Claims that they are secured. The claimants of the Secured Claims have not met their initial burden to support the asserted secured value of the claim, whether under the applicable lease or applicable law. Indeed, the Secured claimants have not identified any terms of their applicable leases, specified any assets that constitute their collateral, or provided any legal theory to establish their status as secured creditors. Instead, they assert that the basis for their purported security is “Money owed use of land”, “Money owed use of property”, their status as a “Landholder”, “Oil and Gas Well” or identify the parcel of land in which the well is located. This sort of bare-bones pleading is insufficient to allege that a security interest is plausible, let alone raise a right to relief above the speculative level.

83. The Court should first require that each claimant present why the claim holds a valid lien either in law or in fact pursuant to Bankruptcy Code section 506. *In re United Companies Fin. Corp.*, 267 B.R. 524, 528 (Bankr. D. Del. 2000). The claimants have the initial burden of persuasion to allege facts sufficient to support the allegation that the Secured Claims are secured. *Id.* But yet again, none of the Secured Claims provide any supporting documentation to demonstrate the *prima facie* validity of each Secured Claim’s secured status. As a result, none of the respective Secured Claims should be classified as being secured loans. *See Id.*; *In re Allegheny Int’l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992).

84. Several courts have determined that a claim’s presumption of validity pursuant to Bankruptcy Rule 3001(f) is not implicated when analyzing secured proofs of claim. *See In re Duggins*, 263 B.R. 233, 238 (Bankr. C.D. Ill. 2001) (holding that because the secured status of

¹⁰ *See* Claim Nos. 542, 621, 840, 911, 957, 1463, 1465, 1809, 2005, 2259, 2443, 2483, and 2649 (collectively, the “Secured Claims”)

a claim is governed by § 506(a), which is not a part of the claims allowance process, the evidentiary presumption of validity created by Rule 3001(f) is not implicated); *In re Hudson*, 260 B.R. 421, 436 (Bankr. W. D. Mich. 2001) (finding that the claims allowance process does not determine the extent to which a claim is secured); *In re Ball*, 2004 WL 909441, at *3 (Bankr. W. D. Va. Mar. 10, 2004) (finding that “although the IRS’s claim is entitled to a presumption of validity, there is no presumption that its claim is secured”).

85. Yet, even if Bankruptcy Rule 3001(f) does apply, the Secured Claims here could not seek refuge under this safe harbor due to Bankruptcy Rule 3001(d), a precondition to Bankruptcy Rule 3001(f). *See* Bankruptcy Rule 3001(f) (“A proof of claim executed and filed *in accordance with these rules* shall constitute prima facie evidence of the validity and amount of the claim.”) (emphasis added). In short, Bankruptcy Rule 3001(d) provides that “[i]f a security interest in property of the debtor is claimed, the proof of claim shall be accompanied by evidence that the security interest has been perfected.” *Id.* Here, no Secured Claim provided any evidence of perfection, thus making Bankruptcy Rule 3001(f) inapplicable. And finally, even if any of the Secured Claims did have a lien, the lien would be limited to the extent of applicable production proceeds from the sale of the produced hydrocarbons associated with the claimant’s lease and ownership interest in that lease. Given the astronomical nature of the respective Secured Claims, the claimants would be vastly undersecured despite having a lien.

86. In conclusion, the claimants are unable to rely on Bankruptcy Rule 3001(f) for the presumed validity concerning the Claims having priority status or a lien being attached to them. Moreover, Bankruptcy Code section 507 does not include as priority claims the type of royalty interest claims alleged by the claimants. And finally, Bankruptcy Code section 502(a) is not satisfied according to *In re Allegheny Int’l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992) and *In re*

United Companies Fin. Corp., 267 B.R. 524, 527 (Bankr. D. Del. 2000) because each alleged priority and/or secured Claim fails to state facts to support their Claims. Accordingly, the Secured and Priority Claims, to the extent they are not disallowed in their entirety, must be reclassified as unsecured claims.

C. Floyd P. Alford's Claim is Neither Secured Nor Entitled to Priority.

87. As set forth above, in addition to asserting a portion of his Claim as priority and secured, Mr. Alford also asserts \$11,578,139 as an administrative expense claim and \$11,578,139 as a 503(b)(9) claim. With respect to Mr. Alford's administrative expense claim, Bankruptcy Code section 503 expressly defines what constitutes an administrative expense. Pursuant to Bankruptcy Code section 503(b)(1), administrative expenses are defined to include "the actual, necessary costs and expenses of preserving the estate." 11 U.S.C. § 503(b)(1). In accordance with Bankruptcy Code section 507(a)(1), only allowed administrative expenses are entitled to receive first priority in the distribution of assets of a debtor's estate. 11 U.S.C. § 507(a)(1).

88. Courts narrowly construe what constitute administrative expenses because such claims "affect two important bankruptcy concerns: minimizing administrative costs during chapter 11 to preserve the debtor's scarce resources and thus encourage rehabilitation, ... and obtaining maximum and equitable distribution of estate assets to creditors." *In re Unidigital, Inc.*, 262 B.R. 283, 288 (Bankr. D. Del. 2001) (citations omitted). "If a claim does not comport with the language and underlying purpose of § 503 ... the claim must fail." *In re Continental Airlines, Inc.*, 148 B.R. 207, 211 (D. Del. 1992) (quoting *In re Jartran, Inc.*, 752 F.2d 584, 586 (7th Cir. 1984)); *In re Molnar Bros.*, 200 B.R. 555, 558 (Bankr. D.N.J. 1996).

89. Consequently, courts have established strict criteria for determining whether a claim is entitled to administrative expense status. *See, e.g., In re Interstate Grocery Distribs. Sys., Inc.*, 267 B.R. 907, 913 (Bankr. D.N.J. 2001); *In re The Grand Union Co.*, 266 B.R. 621, 625 (Bankr. D.N.J. 2001); *In re Lease-A-Fleet, Inc.*, 140 B.R. 840, 844-45 (Bankr. E.D. Pa. 1992). The seminal case of *Cramer v. Mammoth Mart, Inc. (In re Mammoth Mart, Inc.)*, 536 F.2d 950 (1st Cir. 1976), sets forth the test upon which courts in this circuit and elsewhere generally rely. To qualify for administrative priority, a claimant must demonstrate, by a preponderance of the evidence, that the expense (1) arose from a postpetition transaction with the debtor in possession, and (2) provided an actual benefit to the estate that was necessary to preserve the value of the estate's assets. *In re Mammoth Mart, Inc.*, 536 F.2d 950; *see also, e.g., In re O'Brien Env'l Energy Inc.*, 181 F.3d 527 (3d Cir. 1999) (citing *Mammoth Mart* test); *see also In re Jartran, Inc.*, 732 F.2d at 587; *In re Unidigital, Inc.*, 262 B.R. at 288.

90. Mr. Alford has failed to demonstrate that his Claim (1) arose from a postpetition transaction and (2) provided an actual benefit to the estate. In fact, it is unclear from the proof of claim whether Mr. Alford's Claim is with respect to prepetition or postpetition royalty amounts. In addition, Mr. Alford has not provided an actual benefit to the estates that was necessary to preserve the value of the estates' assets. Finally, as set forth above, the Debtors have fully satisfied any the royalty interest payments that Mr. Alford is entitled to receive. Accordingly, the Court should disallow Mr. Alford's administrative expense claim.

91. Bankruptcy Code section 503(b)(9) provides administrative priority for the "value of any goods received by the debtor within 20 days before" the Petition Date. 11 U.S.C. § 503(b)(9). Mr. Alford's Claim fails to identify any goods provided to the Debtors within 20 days before the Petition Date. In addition, based on review of the Debtors' books and records,

Mr. Alford did not provide goods to the Debtors within 20 days before the Petition Date. Accordingly, to the extent not disallowed in its entirety, Mr. Alford's Claim should not be entitled to administrative priority status under Bankruptcy Code section 503(b)(9) and should be reclassified as a general unsecured claim.

Conclusion

92. After the detailed analysis undertaken by the Debtors in the Objection and throughout these chapter 11 cases regarding the Claims, the Debtors object to the allowance of the Claims and request that all sixty-two Claims be disallowed. The Debtors also request that the Court authorize the Claims Agent to expunge the Claims from the Claims Register so that the Claims Register accurately reflects the claims asserted and outstanding against the Debtors.

Reservation of Rights

93. Nothing contained in this Objection or any actions taken by the Debtors pursuant to relief granted in the Order is intended or should be construed as: (a) an admission as to the validity of any particular claim (including the Claims) against a Debtor entity; (b) a waiver of the Debtors' rights to dispute any particular claim (including the Claims) on any grounds; (c) a promise or requirement to pay any particular claim (including the Claims); (d) an implication or admission that any particular claim (including the Claims) is of a type specified or defined in this Objection; (e) an admission by the Debtors that any contract or lease is executory or unexpired, as applicable; (f) a waiver or limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law; (g) a request or authorization to assume or reject any agreements under section 365 of the Bankruptcy Code; (h) a waiver of any party's rights to assert that any other party is in breach or default of any agreement; or (i) an admission that any contract or lease is integrated with any other contract or lease.

94. The Debtors hereby reserve their right to amend, modify, and/or supplement this Objection, including to object to any of the Claims on any additional grounds, prior to the hearing before the Court on this Objection, if any (the "Hearing"); provided, however, that nothing in this Objection shall affect the Debtors' right to object to any Claims on a basis other than as set forth in this Objection.

95. The Debtors further reserve their right to adjourn the Hearing as it pertains to any or all of the Claims. The Debtors will list any adjournments to (a) the Hearing, (b) other hearings in connection with responses filed to the Objection, and (c) applicable deadlines for responsive pleadings on the agenda for the Hearing (the "Agenda"). The Claims Agent will serve the Agenda on any party affected by such adjournment.

Notice

96. The Debtors shall provide notice of this Objection on the date hereof via first class mail to: (a) the Office of the U.S. Trustee for the District of Delaware; (b) the Committee; (c) the holders of the 50 largest unsecured claims against the Debtors (on a consolidated basis); (d) the agent under the Debtors' first lien credit facility; (e) counsel to the agent under the Debtors' first lien credit facility; (f) the agent under the Debtors' second lien credit facility; (g) counsel to the agent under the Debtors' second lien credit facility; (h) the indenture trustee under the Debtors' 9.75% senior notes due 2020; (i) counsel to certain majority holders of the existing common stock of the Debtors; (j) holders of the existing preferred stock of the Debtors; (k) counsel to holders of the existing preferred stock of the Debtors; (l) the United States Attorney's Office for the District of Delaware; (m) the Internal Revenue Service; (n) the United States Securities and Exchange Commission; (o) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; (p) the state

attorneys general for states in which the Debtors conduct business; (q) those parties requesting notice pursuant to Bankruptcy Rule 2002; and (r) the claimants that filed the Claims. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

97. No prior request for the relief sought in this Objection has been made to this or any other court.

[Remainder of page intentionally left blank.]

WHEREFORE, the Debtors respectfully request that the Court enter the Order granting the relief requested herein and granting such other and further relief as is appropriate under the circumstances.

Dated: February 28, 2017
Wilmington, Delaware

/s/ Domenic E. Pacitti

Domenic E. Pacitti (Del. Bar No. 3989)
Michael W. Yurkewicz (Del. Bar No. 4165)
KLEHR HARRISON HARVEY BRANZBURG LLP
919 N. Market Street, Suite 1000
Wilmington, Delaware 19801
Telephone: (302) 426-1189
Facsimile: (302) 426-9193

-and -

Morton Branzburg (admitted *pro hac vice*)
KLEHR HARRISON HARVEY BRANZBURG LLP
1835 Market Street, Suite 1400
Philadelphia, Pennsylvania 19103
Telephone: (215) 569-2700
Facsimile: (215) 568-6603

-and-

Paul M. Basta, P.C. (admitted *pro hac vice*)
Edward O. Sassower, P.C. (admitted *pro hac vice*)
Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

-and-

James H.M. Sprayregen, P.C. (admitted *pro hac vice*)
Ross M. Kwasteniet (admitted *pro hac vice*)
Brad Weiland (admitted *pro hac vice*)
KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200

Co-Counsel for the Debtors and Debtors in Possession

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
SAMSON RESOURCES CORPORATION, <i>et al.</i> , ¹)	Case No. 15-11934 (CSS)
)	
Debtors.)	(Jointly Administered)
)	
)	Re:

**ORDER SUSTAINING DEBTORS’ AMENDED
SECOND OMNIBUS (SUBSTANTIVE) CLAIMS OBJECTION**

Upon the objection (the “Objection”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), for entry of an order (this “Order”), disallowing and expunging the Claims set forth on **Exhibit 1** attached hereto, all as set forth in the Objection and Johnson Declaration; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this case and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Objection is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and the Court having found that the Debtors provided appropriate notice of the Objection and the opportunity for a hearing on the Objection (the “Hearing”) under the circumstances; and the Court having reviewed the Objection and having heard the statements

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Geodyne Resources, Inc. (2703); Samson Contour Energy Co. (7267); Samson Contour Energy E&P, LLC (2502); Samson Holdings, Inc. (8587); Samson-International, Ltd. (4039); Samson Investment Company (1091); Samson Lone Star, LLC (9455); Samson Resources Company (8007); and Samson Resources Corporation (1227). The location of parent Debtor Samson Resources Corporation’s corporate headquarters and the Debtors’ service address is: Two West Second Street, Tulsa, Oklahoma 74103.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection.

in support of the relief requested therein at the Hearing, if any; and the Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Objection is sustained as set forth herein.
2. The Claims set forth on the attached **Exhibit 1** are hereby disallowed in their entirety.
3. To the extent not disallowed in their entirety, the claims set forth on the attached **Exhibit 1** are hereby reclassified as general unsecured claims
4. The Claims Agent is authorized to modify the Claims Register to comport with the entry of this Order.
5. Nothing set forth herein shall affect the parties' rights, including, for the avoidance of doubt, the Debtors' right to object on any grounds permitted by bankruptcy or non-bankruptcy law.
6. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any particular claim (including the Claims) against a Debtor entity; (b) a waiver of the Debtors' rights to dispute any particular claim (including the Claims) on any grounds; (c) a promise or requirement to pay any particular claim (including the Claims); (d) an implication or admission that any particular claim is of a type specified or defined in this Objection (except as set forth herein); (e) an admission by the Debtors that any contract or lease is executory or unexpired, as applicable; (f) a waiver or limitation of the Debtors' rights under the Bankruptcy Code or any other applicable law; (g) a request or authorization to assume or reject any agreements under

section 365 of the Bankruptcy Code; (h) a waiver of any party's rights to assert that any other party is in breach or default of any agreement; or (i) an admission that any contract or lease is integrated with any other contract or lease.

7. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

9. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Wilmington, Delaware
Dated: [_____], 2017

THE HONORABLE CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE

Claim No.	Debtor	Claimant	Total Claim Amount	Secured Amt	Priority Amt	Unsecured Amt	Admin Amt	503(b)(9) Amt
500	Samson Resources Corporation	WILMER FORREST TREMBLE JR	\$69,400,000.00		\$69,400,000.00			
529	Samson Resources Corporation	BILLIE MURPHY TREMBLE	\$69,400,000.00		\$69,400,000.00			
530	Samson Resources Corporation	SHARON TREMBLE DONALDSON	\$69,400,000.00		\$69,400,000.00			
542	Samson Resources Corporation	ANTONIO RICHARD MILES	\$10,000,000.00	\$5,000,000.00	\$5,000,000.00			
543	Samson Resources Corporation	SELIA TREMBLE SHAWKEY	\$69,400,000.00		\$69,400,000.00			
621	Samson Resources Corporation	RENEE WILLIAMS III, JUANITA	\$10,000,000.00	\$5,000,000.00	\$5,000,000.00			
840	Samson Resources Corporation	LAWRENCE WILLIAMS	\$33,800,000.00	\$1,500,000.00	\$32,300,000.00			
911	Samson Resources Corporation	EUGENE E WILLIAMS	\$33,800,000.00	\$3,000,000.00	\$30,800,000.00			
957	Samson Resources Corporation	ELBERT LEE MILES JR	\$10,000,000.00	\$5,000,000.00	\$5,000,000.00			
1140	Samson Resources Corporation	JACKIE DEADMON	\$33,800,000.00			\$33,800,000.00		
1141	Samson Resources Corporation	TYLONAR DEADMON	\$33,800,000.00			\$33,800,000.00		
1142	Samson Resources Corporation	REGINALD DEADMON	\$33,800,000.00			\$33,800,000.00		
1143	Samson Resources Corporation	CLIFTON DEADMON	\$33,800,000.00			\$33,800,000.00		
1144	Samson Resources Corporation	DEADMON, ANNIE RUTH LIFE ESTATE	\$33,800,000.00			\$33,800,000.00		
1217	Samson Resources Corporation	YVONNE BRYSON LEVY	\$15,900,000.00		\$15,900,000.00			
1227	Samson Resources Corporation	KENDI NARMER PAKEY BEY	\$100,000,000.00		\$100,000,000.00			
1228	Samson Resources Corporation	CURTIS L PARKER	\$100,000,000.00		\$100,000,000.00			
1272	Samson Resources Corporation	WILLIAM A PARKER	\$100,000,000.00		\$100,000,000.00			
1329	Samson Resources Corporation	LARRY DEL HIGGINS	\$52,200,000.00			\$52,200,000.00		
1422	Samson Resources Corporation	CHRIS PARKER	\$100,000,000.00		\$100,000,000.00			
1423	Samson Resources Corporation	GARY POP	\$100,000.00		\$100,000.00			
1463	Samson Resources Corporation	DENNIS FIZER	\$20,000,000,000.00	\$10,000,000,000.00	\$10,000,000,000.00			
1465	Samson Resources Corporation	ELAINE FIZER	\$20,000,000,000.00	\$10,000,000,000.00	\$10,000,000,000.00			
1474	Samson Resources Corporation	WILLIAM A PARKER	\$100,000,000.00		\$100,000,000.00			
1477	Samson Resources Corporation	RANDOLPH PARKER	\$100,000,000.00		\$100,000,000.00			
1480	Samson Resources Corporation	KAREN PARKER	\$100,000,000.00		\$100,000,000.00			
1481	Samson Resources Corporation	DIANE S JONES	\$100,000,000.00		\$100,000,000.00			
1483	Samson Resources Corporation	DARRELL PARKER	\$100,000,000.00		\$100,000,000.00			
1485	Samson Resources Corporation	CHERRIE PARKER THORTON	\$100,000,000.00		\$100,000,000.00			
1801	Samson Resources Corporation	ROBERT LEE MARTIN	\$33,800,000.00			\$33,800,000.00		
1809	Samson Resources Corporation	ERNESTINE EVANS (WATKINS)	\$91,000,000.00	\$91,000,000.00				
1811	Samson Resources Corporation	ROSA JANE DANIEL	\$100,000,000.00		\$100,000,000.00			
1932	Samson Resources Corporation	GARY J COX	\$100,000,000.00		\$100,000,000.00			
1933	Samson Resources Corporation	SHERRY COX	\$100,000,000.00		\$100,000,000.00			
1934	Samson Resources Corporation	EDNA JEAN CRISSMON	\$100,000,000.00		\$100,000,000.00			
1935	Samson Resources Corporation	JAMES COX JR	\$100,000,000.00		\$100,000,000.00			
1998	Samson Resources Corporation	REGINA R ALFORD	\$50,000,000.00		\$50,000,000.00			
1999	Samson Resources Corporation	RONALD F ALFORD	\$50,000,000.00		\$50,000,000.00			
2000	Samson Resources Corporation	ELIZABETH WHITFORD	\$50,000,000.00		\$50,000,000.00			
2001	Samson Resources Corporation	LUNINA ALFORD	\$50,000,000.00		\$50,000,000.00			
2002	Samson Resources Corporation	JEANETTE JACKSON	\$50,000,000.00		\$50,000,000.00			
2003	Samson Resources Corporation	MYRA D ALFORD	\$50,000,000.00		\$50,000,000.00			
2004	Samson Resources Corporation	GREGORY D ALFORD	\$50,000,000.00		\$50,000,000.00			
2005	Samson Resources Corporation	SANDRA M WILLIAMS	\$33,800,000.00	\$3,000,000.00	\$30,800,000.00			
2010	Samson Resources Corporation	FELICIA A FOSTER	\$50,000,000.00		\$50,000,000.00			
2086	Samson Resources Corporation	RACHEL DANIELLE FLEMING	\$33,800,000.00			\$33,800,000.00		
2197	Samson Resources Corporation	KAREN PARKER	\$100,000,000.00		\$100,000,000.00			
2259	Samson Resources Corporation	DENNIS FIZER	\$20,000,000,000.00	\$10,000,000,000.00	\$10,000,000,000.00			
2419	Samson Resources Corporation	CLIFFORD PARKER	\$100,000,000.00		\$100,000,000.00			
2443	Samson Resources Corporation	ELAINE FIZER	\$20,000,000,000.00	\$10,000,000,000.00	\$10,000,000,000.00			
2475	Samson Resources Corporation	LAWRENCE ALFORD	\$50,000,000.00		\$50,000,000.00			
2483	Samson Resources Corporation	FLOYD P ALFORD	\$23,171,528.00	\$11,578,139.00	\$15,250.00		\$11,578,139.00	\$11,578,139.00
2558	Samson Resources Corporation	GARY POP	\$100,000,000.00		\$100,000,000.00			
2649	Samson Resources Corporation	JAMES A BROWN	\$68,000,000.00	\$65,100,000.00	\$2,900,000.00			
2674	Samson Resources Corporation	GARY POP	\$100,000,000.00		\$100,000,000.00			
2685	Samson Resources Corporation	DARRELL PARKER	\$100,000,000.00		\$100,000,000.00			
2687	Samson Resources Corporation	DIANE S JONES	\$100,000,000.00		\$100,000,000.00			
2688	Samson Resources Corporation	KAREN PARKER	\$100,000,000.00		\$100,000,000.00			
2696	Samson Resources Corporation	KAREN PARKER	\$100,000,000.00		\$100,000,000.00			
2697	Samson Resources Corporation	CHRIS PARKER	\$100,000,000.00		\$100,000,000.00			
2698	Samson Resources Corporation	WILLIAM A PARKER	\$100,000,000.00		\$100,000,000.00			
2720	Samson Resources Corporation	CHERRIE PARKER THORNTON	\$100,000,000.00		\$100,000,000.00			
Totals			\$83,945,971,528.00	\$40,190,178,139.00	\$43,455,415,250.00	\$288,800,000.00	\$11,578,139.00	\$11,578,139.00