

C. RANDALL LOEWEN

Partner

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OVERVIEW:

- Thirty-Five (35) years of broad practice in the areas of oil and gas, real estate, collections, construction contracts, dispute mediation and general corporate law.
- LSU Graduate. Began practicing law in 1978. Experience both as corporate attorney (In-house) and private practice, including manager/owner of Energy Law Firm.
- Counsel for major and independent oil and gas companies (Devon Energy, ARCO, Goodrich, Celeron, Mid Louisiana Gas, Trenxco, Transfuel, Laurel Fuel, Arkla Exploration, Graham, Coho Energy, Enbridge Pipeline, Davis Petroleum, Range Resources, Koch-Gateway, Newfield, KCS Resources, Stephens Production Company, SWEPI LP (Shell Oil), EnerVest), and major landowners such as St. Mary Land Company and the State of Louisiana.
- Transactional work includes preparation of title opinions, division orders, mineral leases and development contracts (farmouts, participation agreements, operating agreements, etc.), due diligence, sales and acquisitions. Litigation and management of complex litigation at trial and appellate levels.
- Oil and gas experience offshore and onshore in Louisiana, the Gulf Coast, Ark-La-Tex and the Rocky Mountain region, including: (1) The sale and acquisition of multi-million dollar oil and gas properties (wells and pipelines), team leader for due diligence review in up to \$500 Million purchase, and preparation of related documents; (2) Title examination and opinions (most recently for the LA Haynesville Shale and Tuscaloosa Marine Shale), (3) preparation of leases, farmouts, joint venture agreements, processing agreements, gas contracts, drilling contracts, and other agreements for development, operation and production of minerals; (4) Natural Gas Pipeline contracts and regulatory work, (5) Practice before regulatory agencies such as the Louisiana Office of Conservation, State Mineral Board and the FERC, and (6) Litigation involving various oil and gas issues.
- Advice concerning operation of properties, including regulatory and environmental compliance for oil and gas drilling and production operations.
- Worked as part of land and legal teams to develop prospects, including leasing, drilling, operating agreements (offshore and onshore), unitization and related contracts (such as farm outs or financing documents), along with purchase agreements and due diligence for acquisitions and divestitures.

EXPERIENCE (35 years in Energy and Corporate Law):

Energy Law Firm, a Professional L.L.C.

Attorney at Law -- Covington, LA (*originally in Lafayette, LA*)

1999 – Current: Owner and senior attorney of the law firm. Practice of law concentrating in Oil, Gas and energy law. Major clients include Devon Energy, Goodrich, EnerVest, Davis Petroleum, SWEPI (Shell),

St. Mary Land, Range Resources, Crawford Energy, Newfield, Coho, United World Energy, KCS, Stephens Production Co., and other independents or landowners. Major areas of practice included lease and contract preparation, rendering drill site and division order title opinions, litigation, pipeline contracts and regulatory work, Merger and Acquisition, Due Diligence, litigation, Mediation and transactional work drafting contracts and related agreements.

Milling Benson Woodward L.L.P.

Attorneys at Law -- Lafayette, Louisiana Office

1995 to 1999 - Partner with Milling firm, concentrating in the areas of oil and gas title, gas pipelines, corporate, collections, real estate, property settlements and construction law. Major emphasis was on the acquisition of oil and gas properties (both gas pipelines and production), due diligence review, title examinations and opinions, preparation of exploration agreements, farmouts and related contracts. Major oil and gas clients included Newfield Exploration Company, Coho Resources, Inc., Coho Oil and Gas, Inc., EnerVest Management Company, L.C., Koch-Gateway Pipeline Co., Koch Industries, Mid Louisiana Gas Company, Interstate Natural Gas, Humphrey Oil Corporation, Laurel Fuel Company, J.M. Huber, Oxy USA, Transfuel Resources, HMB, Inc., Iberia Operating Co., Semkoil, Inc., Resource Securities, Inc. and Davis Petroleum Corporation. Other significant areas of practice include construction contracts, resolution of contract disputes, debt collection and dispute mediation.

Atlantic Richfield Company (ARCO) – In-house Senior Counsel for Southeastern District

Lead counsel for the Southeastern District, managing oil and gas exploration, refining and marketing in Louisiana, Eastern Texas, Mississippi, Alabama, Arkansas and the Gulf of Mexico. Major projects included preparation of agreements for the sale of oil and gas properties, gas transportation and processing, horizontal drilling, development and operation of offshore reserves, development of "tight sands," environmental compliance and handling royalty, gas marketing and processing disputes.

Arkla Exploration Company - General Attorney and Assistant Secretary

Arkla was one of the nation's largest independents (over 800 Bcf equivalent reserves) with operations in North and South Louisiana, Texas, Arkansas, Oklahoma and Mississippi. I was in charge of document preparation for exploration and development activities, creation of joint ventures, gathering and transportation, handling operational problems, directing litigation and regulatory matters, negotiation and preparation of purchase agreements, "due diligence" for sales and acquisitions and lobbying activities before U.S. Congress and State Legislature.

Celeron Oil and Gas Company - General Counsel and Assistant Secretary

Celeron was an aggressive exploration company based in Lafayette, LA, concentrating in the Gulf Coast states and California. As General Counsel, I handled all legal matters for the company in the U.S. (onshore and offshore), as well as international properties in Colombia, South America. The areas of work included drafting all important company land and exploration contracts, managing litigation and regulatory activities, handling refinery problems and agreements, drafting contracts for sale of oil, gas and refined products and daily operational questions. Noteworthy projects included activities for the development and operation of deep Tuscaloosa gas reserves in Louisiana, resolution of gas balancing and "split stream" delivery problems, establishment of a foreign office in Colombia, South America, competitive and fieldwide unitization projects in South Louisiana and the acquisition and development of significant reserves in California (both off and onshore).

Louisiana State Mineral Board - Department of Justice, Attorney General's Staff

I was on the Attorney General's Staff, assigned to the Mineral Board, from 1979 to 1981. I participated in activities ranging from issuance of leases, presentations before the Mineral Board, tidal and navigable waterway ownership disputes and review of all assignments and other documents required for Mineral Board approval. Important projects included revision of the 1981 State Lease Form (currently in use) and "Validation" of split leases between the federal OCS and state waterbottoms.

Court of Appeal, Third Circuit - Judicial Law Clerk on Central Staff

After graduating from law school, I was awarded a one-year clerkship with the Third Circuit Court of Appeal. As a Law Clerk on the Central Staff, my duties included (1) research, (2) review of appeals, writs and motions, and (3) preparation of written memorandums, case decisions, writs and recommendations to the judges.

EDUCATION:

LOUISIANA STATE UNIVERSITY LAW SCHOOL

Juris Doctor awarded May 20, 1978
Cumulative Average: 76.15 (89 point maximum)
Final Rank: 41/168 (Top 10% first year)
Extracurricular Activities: Member of the Student Bar Association

SOUTHEASTERN LOUISIANA UNIVERSITY

Bachelor of Arts in Government (Business Minor) awarded May, 1975
Cumulative Average: 3.8 (4.0 last 3 years)

SPECIAL CONTINUING EDUCATION:

Speaker at Louisiana Mineral Law Institute
- 1981 on Development of the State Lease Form
- 1988 on Recent Developments in Jurisprudence

Preparation of Forms Book containing commonly used oil and gas instruments including Farmouts, Assignments, Joint Operating Agreements (1982 and 1989 AAPL Model Form), Gas Balancing Agreements and additional provisions.

Joint Operating Agreements entitled "The 1989 Model Form and Beyond," presented by Lewis Mossberg, University of Tulsa.

Pooling & Unitization in Louisiana, presented by the Institute of Energy Development.

Three federal oil & gas regulation seminars, presented by Executive Enterprises, Inc. on the NGPA, OCS, DOE and historical regulation of the natural gas industry.

Workshop entitled "Negotiating Natural Gas Contracts," presented by Executive Enterprises, Inc.

Oil and Gas Development in Columbia, South America, presented by The Klein Partnership,

Wetlands Development Seminar presented by CLE, Inc., concentrating on environmental regulation of wetlands, permitted uses, mitigation, the permit process and redevelopment grants.

Various papers and talks regarding Louisiana Law, the most recent in 2013 for the LAPL (Lafayette, LA) on the subject of Royalties in Louisiana.

ASSOCIATION MEMBERSHIPS:

Louisiana Bar Association

American Association of Petroleum Landmen ("AAPL")

Lafayette Association of Petroleum Landmen ("LAPL")

Independent Petroleum Association of America ("IPAA")