

I-2025-004120 Book 2768 Pg 790
05/28/2025 2:35pm Pg 0790-0794
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

MEMORANDUM OF PURCHASE AND SALE AGREEMENT

This MEMORANDUM OF PURCHASE AND SALE AGREEMENT (this "Memorandum") is dated and made as of November 26, 2024, by and between **BLACK MOUNTAIN ENERGY STORAGE II, LLC**, a Texas limited liability company or its assigns ("**Purchaser**"), and James Weaver, as Trustee of the **JAMES WEAVER REVOCABLE TRUST** ("**Seller**").

WHEREAS:

- A. Seller and Purchaser did enter into that certain Purchase and Sale Agreement dated effective November 26, 2024, as amended by that certain undated First Amendment to Purchase and Sale Agreement, and as amended by that certain Second Amendment to Purchase and Sale Agreement dated January 23, 2025 (collectively, the "**Agreement**"), which affects certain real property located in Pittsburg County, State of Oklahoma, as more particularly described in **Exhibit A** attached hereto (the "**Land**"). Capitalized terms used and not defined herein have the meaning given the same in the Agreement.
- B. If Purchaser does not earlier terminate the Agreement, the Closing shall occur on December 31, 2025, subject to one (1) 180-day extension.
- C. Prior to the Closing, Seller is prohibited from granting any rights, leases, easements, options, or liens against the Property without the written consent of Purchaser.
- D. Seller and Purchaser desire to enter into this Memorandum which is to be recorded in order that third parties may have notice of the interests of Purchaser in the Property and of the existence of the Agreement.
- E. This Memorandum may be executed in any number of counterparts, each of which when executed and delivered shall be an original, and each such counterpart shall, when combined with all other such counterparts, constitute one agreement binding on the parties hereto.

[Remainder of page intentionally left blank; signature pages follow.]

Chicago Title Oklahoma
210 Park Ave, Ste 210
Oklahoma Tower
Oklahoma City, OK 73102
File #: 710702401024

IN WITNESS WHEREOF, the parties have executed this Memorandum as of the date set forth above.

SELLER:

JAMES WEAVER REVOCABLE LIVING TRUST

I-2026-003637 Book 2766 Pg 243
05/12/2025 1:25pm Pg 0242-0246
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

By: James Weaver
James Weaver, Trustee

I-2026-004120 Book 2763 Pg 191
05/28/2025 2:35pm Pg 0730-0794
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

STATE OF Oklahoma)
COUNTY OF Pittsburg)ss.

This instrument was acknowledged before me on this 3 day of April, 2025 by James Weaver, as Trustee of the JAMES WEAVER REVOCABLE TRUST.

[SEAL]



Juani Nabo
Notary Public
State of Oklahoma
My commission expires: 2/8/27

I-2025-003637 Book 2765 Pg 244
05/12/2025 1:25pm Pg 0242-0246
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

PURCHASER:

BLACK MOUNTAIN ENERGY STORAGE
II LLC, a Texas limited liability company

By: [Signature]

Name: Rhett Bennett

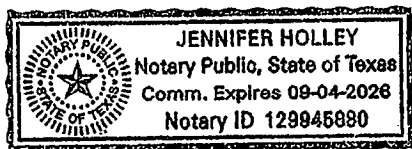
Title: CEO

STATE OF Texas)
COUNTY OF Tarrant)ss.

I-2025-004120 Book 2768 Pg 792
05/28/2025 2:35pm Pg 0790-0794
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

This instrument was acknowledged before me on this 10th day of April, 2025 by
Rhett Bennett as CEO of
Black Mountain Energy Storage II LLC a Texas LLC, on behalf of such company.

[SEAL]



[Signature]
Notary Public
State of Texas

My commission expires: 09-04-2026

Recording requested by and
when recorded return to:
Black Mountain Energy Storage II, LLC
1717 W. 6th Street, Suite 295
Austin, Texas 78703
Attn: Rhett Bennett

Exhibit A
(Deed Legal Description)

Lots 1, 2, 3, 4, & 5 of Block 97 in Kiowa, Oklahoma and

The SE1/4 of SE1/4, less Railroad Right of Way in Section 27, Township 3 North, Range 13 East and

The SW1/4, subject to Highway Right of Way, in Section 26, Township 3 North, Range 13 East

Less and except the following tracts: See Exhibit A-1

I-2025-004120 Book 2768 Pg 793
05/28/2025 2:35pm Pg 0790-0794
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

**EXHIBIT "A" - I
LEGAL DESCRIPTION**

I-2025-004120 Book 2768 Pg 794
05/28/2025 2:35pm Pg 0790-0794
Fee: \$75.00 Doc: \$0.00
Hope Trammell - Pittsburg County Clerk
State of OK

Tract 1

BEING a 178.96 acre tract, being part of those certain tracts, as described in Book 1719, Page 6, Deed Records of Pittsburg County, Oklahoma, LESS AND EXCEPT Lots One (1), Two (2) Three (3), Four (4) and Five (5), in Block Ninety-Seven (97), in the Town of Kiowa, Pittsburg County, Oklahoma, situated in Section 26 and Section 27, Township 3 North, Range 13 East, Indian Principal Meridian, Pittsburg County, Oklahoma, and said 178.96 acre tract being further described by metes and bounds as follows:

BEGINNING at a Brass Capped Monument Found for a Corner of this tract, same being the Southwest Corner of said Section 26, same being the Northwest Corner of a 64.91 acre tract, as described in Book 2593, Page 689, Deed Records of Pittsburg County, Oklahoma;

THENCE S. 88°48'09" W. - 1603.51 feet along the South line of said Section 27 to a 1/2 Inch Iron Rod with Cap marked "CA8646" Set in the South line of said Section 27 for the Southwest Corner of this tract;

THENCE N. 28°22'07" E. - 1520.73 feet to a 1/2 Inch Iron Rod with Cap marked "CA8646" Set for the most Westerly Northwest corner of this tract, same being the Southwest Corner of a 12.20 acre tract, as described in Book 2634, Page 610, Deed Records of Pittsburg County, Oklahoma;

THENCE N. 88°46'25" E. - 853.64 feet along the South line of said 12.20 acre tract to a 1/2 Inch Iron Rod with Cap marked "CA8646" Set in the West line of said Section 26 for an internal "ell" Corner of this tract, same being the Southeast Corner of said 12.20 acre tract;

THENCE N. 1°10'34" W. - 1323.14 feet along the West line of said Section 26 and the East line of said 12.20 acre tract and a 3.20 acre tract, as described in Book 2634, Page 610, Deed Records of Pittsburg County, Oklahoma, to a 5/8 Inch Iron Rod Found for the most Northerly Northwest Corner of this tract, same being the North Corner of said 3.20 acre tract;

THENCE N. 88°50'04" E. - 2636.96 feet to a 1 Inch Iron Rod Found for the Northeast Corner of this tract, same being the Northwest Corner of a 154.64 acre tract, as described in Book 2016, Page 413, Deed Records of Pittsburg County, Oklahoma;

THENCE S. 1°07'50" E. - 502.63 feet along the West line of said 154.64 acre tract to a 1/2 Inch Iron Rod with Cap marked "CA8646" Set in the Northwest Right-of-Way line of South U.S. Highway 69 for a Corner of this tract;

THENCE S. 18°04'40" W. - 584.23 feet with the Northwest Right-of-Way line of said South U.S. Highway 69 to a Concrete Monument Found for a Corner of this tract;

THENCE S. 18°16'40" W. - 1688.78 feet continuing with the Northwest Right-of-Way line of said South U.S. Highway 69 to a 1/2 Inch Iron Rod Found in the South line of said Section 26 for the Southeast Corner of this tract, same being the Northeast Corner of said 64.91 acre tract;

THENCE S. 88°50'50" W. - 1881.47 feet with the South line of said Section 26, and the North line of said 64.61 acre tract to the POINT OF BEGINNING and containing 178.96 acres of land, more or less.

Tract 2

BEING a 7.70 acre tract, being part of those certain tracts, as described in Book 1719, Page 6, Deed Records of Pittsburg County, Oklahoma, LESS AND EXCEPT Lots One (1), Two (2) Three (3), Four (4) and Five (5), in Block Ninety-Seven (97), in the Town of Kiowa, Pittsburg County, Oklahoma, situated in the Southwest-Quarter (SW/4) of Section 26, Township 3 North, Range 13 East, Indian Principal Meridian, Pittsburg County, Oklahoma, and said 7.70 acre tract being further described by metes and bounds as follows:

BEGINNING at a 1/2 Inch Iron Rod with Cap marked "CA8646" Set in the East right-of-Way line of South U.S. Highway 69 for the Southwest Corner of this tract, from which a Concrete Monument Found for a Corner of said Highway 69 Right-of-Way bears S. 18°05'20" W. - 44.12 feet;

THENCE N. 18°05'20" E. - 1468.88 feet with the East Right-of-Way line of said South U.S. Highway 69 to a 1/2 Inch Iron Rod with Cap marked "CA8646" Set for the North Corner of this tract, from which a Concrete Monument Found for a Corner of said Highway Right-of-Way bears N. 18°05'20" E. - 104.99 feet;

THENCE S. 1°07'50" E. - 1386.82 feet to a Sandstone Monument Found for the Southeast Corner of this tract, same being the Southeast Corner of said SW/4 of Section 26;

THENCE S. 88°50'50" W. - 483.54 feet along the South line of said Section 26 to the POINT OF BEGINNING and containing 7.70 acres of land, more or less.