

I-2026-002937 Book 2833 Pg 411  
04/06/2026 1:47pm Pg 0411-0417  
Fee: \$30.00 Doc: \$4,064.25  
Hope Trammell - Pittsburg County Clerk  
State of OK **MB**

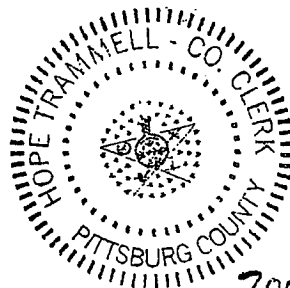
**After recording, return to:**

Black Mountain Energy Storage II LLC  
425 Houston Street, Suite 400  
Fort Worth, TX 76102

Chicago Title Oklahoma  
210 Park Ave, Ste 210  
Oklahoma Tower  
Oklahoma City, OK 73102  
File #: 710762501299

**FNTG GF# 9001222502202**

**SPECIAL WARRANTY DEED**  
**(SURFACE ONLY)**



2000  
Mail

Brenda K. Phipps, as trustee of the Brenda K. Phipps Trust u/t/a June 9, 2025 ("**Grantor**"), for valuable consideration, the receipt of which is acknowledged, does hereby grant, bargain, sell, and convey unto Black Mountain Energy Storage II LLC, a Texas limited liability company ("**Grantee**"), whose mailing address is 425 Houston Street, Suite 400, Fort Worth, TX 76102, the real estate described on **Exhibit A** attached hereto (the "**Property**"), together with all the improvements and appurtenances, less and except and reserving unto Grantor all oil, gas, lignite, coal, hydrocarbon and other minerals of whatever nature in, under and that may be produced from the Property (including any existing production or mineral leases and all benefits therefrom) (the "**Mineral Estate**"), and warrant the title to the Property to be free, clear, and discharged of and from all former grants, claims, charges, taxes, judgments, mortgages, and other liens or encumbrances of any nature granted by, through, or under Grantor, but not otherwise, and further subject to, and excepting and excluding from such warranty, those matters set forth on **Exhibit B** attached hereto.

Notwithstanding anything to the contrary, Grantor hereby agrees to waive and does hereby waive any and all rights to go on or about or use the surface of the Property for the exploration, production or development of the Mineral Estate, and Grantor does hereby agree, in conducting exploration for, and production, processing, transportation, and marketing of oil, gas, or other minerals from the Property, not to use or occupy any portion of the surface of any part of the Property or place any fixtures, equipment, buildings or structures thereon; provided, however, this waiver shall be subject to all current leases of the Mineral Estate (or any portion thereof) and not be construed as waiving, releasing, or relinquishing any of Grantor's right, title or interest in and to the Mineral Estate that may be produced from the Property or the right of Grantor to explore, develop or produce such Mineral Estate by means which do not include the use of the surface of the Property, including, without limitation, directional wells drilled under any part of the Property from a site off the Property or by pooling of the Property with other lands.

To have and to hold the Property unto Grantee, and Grantee's successors and assigns, forever.

Grantee hereby expressly acknowledges that Grantee is taking the Property "AS IS, WHERE IS" and with all faults in accordance with the terms and conditions of that certain Purchase and Sale Agreement by and between the parties dated December 1, 2025, the terms and conditions of which are incorporated herein by this reference as if set forth fully herein.

The Affidavit required by 60 O.S. § 121 is attached hereto as **Exhibit C** attached hereto.

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**SIGNATURE PAGE TO SPECIAL WARRANTY DEED**

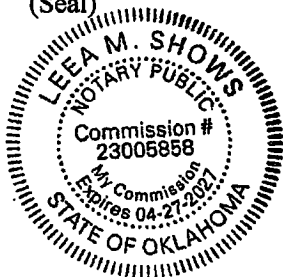
EXECUTED and DELIVERED as of 27, March, 2026.

Brenda K. Phipps  
Brenda K. Phipps, as Trustee of the Brenda K. Phipps  
Trust u/t/a June 9, 2025

STATE OF OK )  
COUNTY OF Pittsburg ) ss:

This instrument was acknowledged before me on 27, March, 2026, by Brenda K. Phipps, as Trustee of the Brenda K. Phipps Trust u/t/a June 9, ~~2025~~ 2025.

(Seal)



Lee M. Shows  
Notary Public  
My Commission Expires: 4-27-2027  
Commission # 23005858

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**Exhibit A**  
**LEGAL DESCRIPTION**

**Tract 8:**

The South Half of the Northeast Quarter of the Southeast Quarter (S/2 NE/4 SE/4); and the Northeast Quarter of the Northeast Quarter of the Southeast Quarter (NE/4 NE/4 SE/4); and the South Half of the Northwest Quarter of the Southeast Quarter (S/2 NW/4 SE/4); and the North Half of the Southwest Quarter of the Southeast Quarter (N/2 SW/4 SE/4); and the Southeast Quarter of the Northeast Quarter of the Southwest Quarter (SE/4 NE/4 SW/4); and the South Half of the Northeast Quarter of the Northeast Quarter (S/2 NE/4 NE/4); and the Southeast Quarter of the Southeast Quarter (SE/4 SE/4); and the West Half of the Northeast Quarter (W/2 NE/4); and the North Half of the Southeast Quarter of the Northeast Quarter (N/2 SE/4 NE/4); and the Southeast Quarter of the Southeast Quarter of the Northeast Quarter (SE/4 SE/4 NE/4) of Section Twenty-eight (28), Township Three (3) North, Range Thirteen (13) East of the Indian Base and Meridian, Pittsburg County, State of Oklahoma.

**Tract 11:**

The West Half (W/2); and the Southeast Quarter (SE/4); and the West Half of the Southwest Quarter of the Northeast Quarter (W/2 SW/4 NE/4); and the South Half of the Northwest Quarter of the Northeast Quarter (S/2 NW/4 NE/4); and the Southwest Quarter of the Northeast Quarter of the Northeast Quarter (SW/4 NE/4 NE/4) of Section Thirty-two (32), Township Three (3) North, Range Thirteen (13) East of the Indian Base and Meridian, Pittsburg County, State of Oklahoma.

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**Exhibit B**  
**PERMITTED EXCEPTIONS**

1. Ad valorem taxes for 2026 and subsequent years, not yet due and payable.
2. Rights or claims of parties in possession not shown by the public records.
3. Easements, or claims of easements, not shown by the public records.
4. All interest in and to all oil, gas, coal, metallic ores and other minerals in and under and that may be produced from insured premises, and all rights, interests and estates of whatsoever nature incident to or growing out of said outstanding minerals.
5. Statutory Roadway Easement in favor of the State of Oklahoma across all section lines.
6. Easement in favor of Skelly Oil Company recorded in Book 258, Page 230.
7. Right of Way in favor of Arkansas Louisiana Gas Company recorded in Book 265, Page 607.
8. Right of Way in favor of Arkansas Louisiana Gas Company recorded in Book 265, Page 609.
9. Right of Way in favor of Public Service Company of Oklahoma recorded in Book 268, Page 30.
10. Right of Way in favor of Public Service Company of Oklahoma recorded in Book 276, Page 345.
11. Report of Commissioners recorded in Book 287, Page 39.
12. Easement in favor of Western Farmers Electric Cooperative recorded in Book 520, Page 249.
13. Easement in favor of Western Farmers Electric Cooperative recorded in Book 520, Page 313.
14. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 995, Page 78.
15. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 995, Page 82.
16. Surface Site Easement in favor of Enogex Gas Gathering LLC recorded in Book 1553, Page 43.
17. Right of Way in favor of MarkWest Oklahoma Gas Company recorded in Book 1559, Page 346.
18. Right of Way in favor of Newfield Exploration Mid-Continent Inc. recorded in Book 1565, Page 680.
19. Right of Way in favor of Sedna Energy, Inc. recorded in Book 1568, Page 387.
20. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1581, Page 342.
21. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1584, Page 740.
22. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1584, Page 744.
23. Right of Way in favor of Newfield Exploration Mid-Continent Inc. recorded in Book 1588, Page 542.
24. Right of Way in favor of Newfield Exploration Mid-Continent Inc. recorded in Book 1588, Page 544.
25. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1604, Page 141.
26. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1604, Page 144.
27. Right of Way in favor of Public Service Company of Oklahoma recorded in Book 1633, Page 493.
28. Right of Way in favor of Public Service Company of Oklahoma recorded in Book 1633, Page 496.
29. Right of Way in favor of MarkWest Oklahoma Gas Company recorded in Book 1654, Page 180.
30. Surface Easement Consideration Agreement in favor of MarkWest Oklahoma Gas Company LLC recorded in Book 1654, Page 200.
31. Surface Easement Consideration Agreement in favor of MarkWest Oklahoma Gas Company LLC recorded in Book 1663, Page 347.
32. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1709, Page 339.
33. Surface Lease Agreement in favor of MarkWest Oklahoma Gas Company LLC recorded in Book 1722, Page 200.
34. Right of Way in favor of Enogex Gas Gathering, LLC recorded in Book 1744, Page 43.
35. Right of Way in favor of Enogex Gas Gathering LLC recorded in Book 2043, Page 380.
36. Right of Way in favor of Enogex Gas Gathering LLC recorded in Book 2043, Page 384.

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37. Any rights, interests or claims which may exist or arise by reason of the following matters disclosed by the ALTA/NSPS Land Title Survey dated February 6, 2026, prepared by Stephen Johnson, Professional Land Surveyor No. 1351, for Centerline, under Project/Job No. 25-12-2087:
- i. Overhead electric lines without the benefit of an easement across subject property. {shown as Tract 1 on survey)
  - ii. Fences inset and offset property lines throughout the subject property.
  - iii. Wellheads without the benefit of an easement throughout the subject property. (shown as Tract 1 on survey)
  - iv. Tank batteries and concrete pads without the benefit of an easement throughout the subject property. {shown as Tract 1 on survey)
  - v. Fence inset and offset boundary lines of easement filed Book 1553, Page 43. (shown as Tract 1 on survey)

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**AFFIDAVIT OF LAND OR MINERAL OWNERSHIP: BUSINESS OR TRUST**

STATE OF OKLAHOMA            )  
                                          )  
COUNTY OF PITTSBURG        )            ss.

TO: THE ATTORNEY GENERAL OF THE STATE OF OKLAHOMA.

Before me, the undersigned Rhett Bennett (the "Affiant"), who, having been first duly sworn, deposes and states:

I am eighteen (18) years of age or older and have personal knowledge of the statements made herein.

I am the Director of BMES II HOLDINGS LLC, a Delaware limited liability company, acting in its capacity as Sole Managing Member of Black Mountain Energy Storage II LLC, a Texas limited liability company (referred to herein as the "Entity"). I am duly authorized to record this Affidavit on behalf of the Entity, which is taking title to the real property identified in the Deed to which this Affidavit is attached (the "Property"), and to bind the Entity for the consequences of any false statements in this Affidavit.

This Affidavit is executed in accordance with and pursuant to 60 O.S. § 121, which provides in part as follows:

No alien or any person who is not a citizen of the United States shall acquire title to or own land in this state either directly or indirectly through a business entity or trust, except as hereinafter provided, but he or she shall have and enjoy in this state such rights as to personal property as are, or shall be accorded a citizen of the United States under the laws of the nation to which such alien belongs, or by the treaties of such nation with the United States, except as the same may be affected by the provisions of Section 121 et seq. of this title or the Constitution of this state. Provided, however, the requirements of this subsection shall not apply to a business entity that is engaged in regulated interstate commerce in accordance with federal law.

The Entity acquired title to the Property in compliance with the requirements of 60 O.S. § 121 and no funding source was used in the sale or transfer of the Property in violation of section 121 or any other state or federal law.

If the Entity is a trust, its grantor(s), trustees and all direct and contingent beneficiaries are United States citizens or bona fide residents of the State of Oklahoma. If the Entity is a business, its direct and indirect owner(s) is/are United States citizens(s) or bona fide residents of the State of Oklahoma.

I acknowledge and understand that making or causing to be made a false statement in this affidavit may subject me to criminal prosecution for perjury and/or subject me and/or the Entity to being

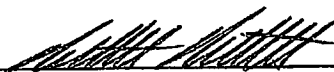
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liable for actual damages suffered or incurred by any person or other entity as a result or consequence of the making of or reliance upon such false statement.

FURTHER AFFIANT SAYETH NOT.

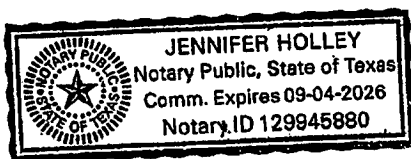
BLACK MOUNTAIN ENERGY STORAGE II LLC,  
a Texas limited liability company

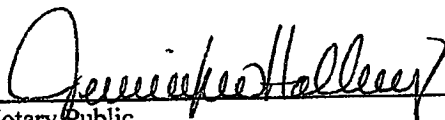
By: BMES II HOLDINGS LLC,  
a Delaware limited liability company,  
its sole managing member

By:   
Name: Rhett Bennett  
Title: Director

STATE OF TEXAS      )  
                                 ) ss:  
COUNTY OF TARRANT      )

This instrument was acknowledged before me on April 1, 2026, by Rhett Bennett, as Director of BMES II HOLDINGS LLC, a Delaware limited liability company, acting in its capacity as Sole Managing Member of Black Mountain Energy Storage II LLC, a Texas limited liability company, on behalf of said entity.



  
Notary Public  
My Commission Expires: 09-04-2026  
Commission # 129945880