

20070111000016340 1/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/11/2007 08:34:30AM FILED/CERT

STATE OF ALABAMA

COUNTY OF SHELBY

§
§
§

**FIRST AMENDMENT
TO
AGREEMENT WITH RESPECT TO SURFACE AND SUBSURFACE USES
YELLOW CROSS HATCH**

THIS AGREEMENT (this "Agreement"), entered into on the 26th day of NOVEMBER, 2006, amends that certain *Agreement with Respect to Surface and Subsurface Uses, Yellow Cross Hatch* (the "Yellow Cross Hatch Use Agreement") entered into on the 26th day of February 2004, by and between **UNITED STATES STEEL CORPORATION**, a Delaware corporation, successor (by conversion) to United States Steel LLC and remote successor to USX Corporation (with its successors and assigns collectively referred to therein as the "Grantor") and **RGGS LAND & MINERALS, LTD., L.P.**, a Delaware limited partnership (with its successors and assigns collectively referred to therein as the "Grantee").

RECITALS:

- A. Grantor and Grantee are parties to that certain "Agreement with Respect to Surface and Subsurface Uses – Yellow Cross Hatch" effective as of February 26, 2004 (the "Use Agreement") regarding certain real property owned by Grantor located in Shelby County, Alabama. For reference, the Use Agreement is recorded as follows:

Probate Office of Shelby County, Alabama, Instrument No. 20040323000148590.

- B. Grantor and Grantee desire to amend the legal description of the "Lands" (as defined in the Use Agreement), which is attached to the Use Agreement as Exhibit A-1 thereto, to delete a one and 03/100 acres parcel of the Lands located in Shelby County, Alabama, which parcel shall be conveyed to Lacey's Grove, LLC for construction of a public road.

NOW, THEREFORE, for and in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor and Grantee agree as follows:

1. The real property described on "**EXHIBIT A-1-First Amendment**" attached hereto and totaling approximately one and 03/100 acres is hereby deleted from the Lands.
2. This First Amendment may be executed by the parties hereto individually or in combination, in one or more counterparts, each of which shall be an original and all of which shall constitute one and the same amendment.
3. As modified herein all terms and conditions in the Use Agreement shall remain in full force and effect.
4. Capitalized terms not otherwise specifically defined in this First Amendment shall have the same meanings given to such terms in the Use Agreement.

(Remainder of page intentionally left blank. See following page for signatures.)

IN WITNESS WHEREOF, the parties have executed this First Amendment as of the 27th day of November, 2006.

GRANTOR:

ATTEST:

UNITED STATES STEEL CORPORATION

By: Michael Wanta

By: Garrett F. Hurley

Title: Assistant Secretary

Title: President
USS Real Estate, a division of
United States Steel Corporation



STATE OF PENNSYLVANIA)

COUNTY OF ALLEGHENY)

20070111000016340 2/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/11/2007 08:34:30AM FILED/CERT

I, ELIZABETH M. BURKHART, a Notary Public in and for said County, in said State, hereby certify that Garrett F. Hurley, whose name as President of USS Real Estate, a division of United States Steel Corporation, a Delaware corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that being informed of the contents of said instrument, he, in such capacity and with full authority, executed the same voluntarily for and as the act of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this, 27th day of NOVEMBER, 2006.

Elizabeth M. Burkhardt
Notary Public

[SEAL]

My Commission Expires:

COMMONWEALTH OF PENNSYLVANIA

Notarial Seal

Elizabeth M. Burkhardt, Notary Public
City Of Pittsburgh, Allegheny County
My Commission Expires May 20, 2010

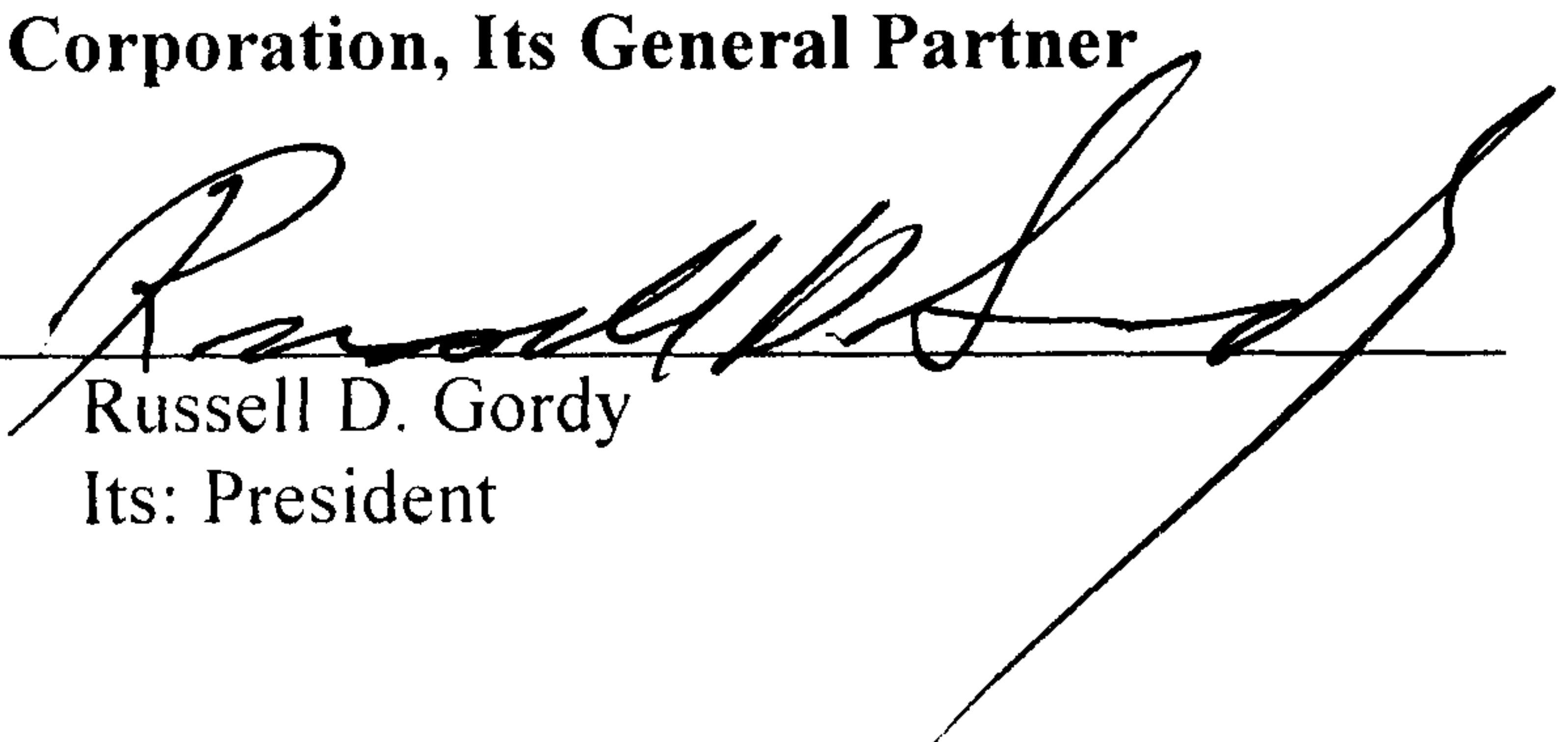
Member, Pennsylvania Association of Notaries


GRANTEE:

RGGS Land & Minerals, Ltd., L.P.

By: Gordy Oil Company, a Texas
Corporation, Its General Partner

By:


Russell D. Gordy
Its: President


20070111000016340 3/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/11/2007 08:34:30AM FILED/CERT

STATE OF TEXAS)

COUNTY OF HARRIS)

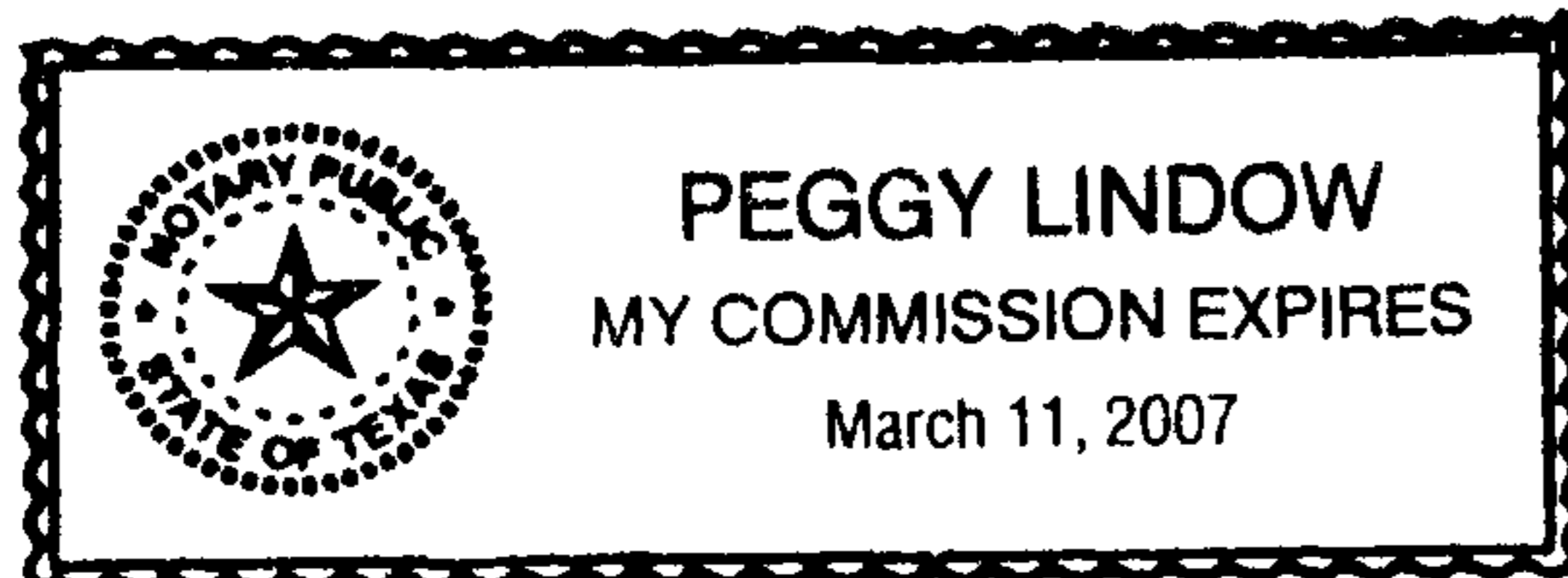
I, Peggy Lindow, a Notary Public, in and for said County in said State, hereby certify that Russell D. Gordy, whose name as President of Gordy Oil Company, a Texas Corporation, general partner of RGGS Land & Minerals, Ltd., L.P., a Delaware Limited Partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited partnership.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this, the 14th day of November, 2006.


Notary Public

[SEAL]

My Commission Expires: 3-11-2007



EXHIBIT(S):

Exhibit A-1-First Amendment

THIS INSTRUMENT WAS PREPARED BY:

James J. Sledge
ROSEN, COOK, SLEDGE, DAVIS
CADE & SHATTUCK, P.A.
2117 JACK WARNER PARKWAY (35401)
POST OFFICE BOX 2727
TUSCALOOSA, ALABAMA 35403
(205) 344-5000

AND

Michael M. Partain, General Attorney
UNITED STATES STEEL CORPORATION
LAW DEPARTMENT - FAIRFIELD OFFICE
P.O. BOX 599 – SUITE 192
FAIRFIELD, ALABAMA 35064
(205) 783-2515

AFTER RECORDING RETURN TO:

James J. Sledge
ROSEN, COOK, SLEDGE, DAVIS
CADE & SHATTUCK, P.A.
2117 JACK WARNER PARKWAY (35401)
POST OFFICE BOX 2727
TUSCALOOSA, ALABAMA 35403
(205) 344-5000



20070111000016340 4/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/11/2007 08:34:30AM FILED/CERT



20070111000016340 5/5 \$23.00
Shelby Cnty Judge of Probate, AL
01/11/2007 08:34:30AM FILED/CERT

EXHIBIT A-1-First Amendment

A tract of land in the Southeast quarter of the Northwest quarter of Section 5, Township 21 South, Range 3 West of the Huntsville Principal Meridian, Shelby County, Alabama, described as follows:

Begin at the Southeast corner of the Southeast quarter of the Northwest quarter of Section 5; thence West along the South boundary line of said quarter-quarter 300.0 feet; thence in a straight line in a northwesterly direction to a point on the East boundary of said quarter-quarter 300.0 feet North of the point of beginning; thence South along the East boundary of said quarter-quarter to the point of beginning. Containing 1.03 acres, more or less.