

STATE OF ALABAMA

COUNTY OF SHELBY

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**FIFTH AMENDMENT
TO
AGREEMENT WITH RESPECT TO SURFACE AND SUBSURFACE USES
RED AND BLUE CROSS HATCHED, YELLOW OUTLINE AND YELLOW DOTS**

THIS AGREEMENT (this "Fifth Amendment"), entered into on the 5 day of October 2007, amends that certain "Agreement with Respect to Surface and Subsurface Uses - Red and Blue Cross Hatched, Yellow Outline and Yellow Dots", (the "Red and Blue Use Agreement") entered into on the 26th day of February 2004, as amended, 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. The Red and Blue Use Agreement has been recorded in the following counties: **Bibb** (132/750; rerecorded to correct pagination at 136/55), **Jefferson** (200404/5722; rerecorded to correct pagination at 200408/1946), **Mobile** (2004038020 – Book 5595, Page 786), **Shelby** (#20040323000148580; rerecorded to correct pagination at 20040609000311270), **Tuscaloosa** (2004/7280; rerecorded to correct pagination at 2004/13542), and **Walker** Counties (1886/474).

B. Grantor and Grantee are parties to that certain "First Amendment to Agreement with Respect to Surface and Subsurface Uses – Red and Blue Cross Hatched, Yellow Outline and Yellow Dots " dated July 11, 2006, (the "First Amendment"). For reference, the First Amendment is recorded as follows:

Probate Office of Bibb County, Alabama, in RPB BK 180 PG 491.
Probate Office of Jefferson County, Alabama, in BK: LR 20066 Pg: 425.
Probate Office of Mobile County, Alabama, in Book-6112 Page 594.
Probate Office of Shelby County, Alabama, in Instrument No.
20061102000540210.
Probate Office of Tuscaloosa County, Alabama, in Deed Book 2006 Pg. 24829.
Probate Office of Walker County, Alabama, in DML BK 2035 PG 721.

C. Grantor and Grantee are parties to that certain "Second Amendment to Agreement with Respect to Surface and Subsurface Uses – Red and Blue Cross Hatched, Yellow Outline and Yellow Dots " dated October 26, 2006, (the "Second Amendment"). For reference, the Second Amendment is recorded as follows:

Probate Offices of Jefferson County, Alabama, in BK: LR 20066 Pg: 414, and BK: LR 200760 Pg: 9430.

D. Grantor and Grantee are parties to that certain "Third Amendment to Agreement with Respect to Surface and Subsurface Uses – Red and Blue Cross Hatched, Yellow Outline and

Yellow Dots ” dated April 27, 2007, (the “Third Amendment”). For reference, the Third Amendment is recorded as follows:

Probate Offices of Jefferson, Alabama, in Bk: LR200708, Pg: 5646.

E. Grantor and Grantee are parties to that certain “Fourth Amendment to Agreement with Respect to Surface and Subsurface Uses – Red and Blue Cross Hatched, Yellow Outline and Yellow Dots ” dated May 21, 2007, (the “Fourth Amendment”). For reference, the Fourth Amendment is recorded as follows:

Probate Offices of Tuscaloosa County, Alabama, in Deed Book 2007, Page 13316.

F. The parties 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 thereto, to (i) add one (1) parcel of land located in Shelby County, Alabama (the Blickenstaff land exchange parcel), to the legal descriptions set forth in the Use Agreement and (ii) subtract one (1) parcel of land located in Shelby County, Alabama, from the legal descriptions set forth in the Use Agreement, which parcels are of equal size.

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-5.1** totaling approximately zero and 89/100 (0.89) acres is hereby added to the Lands.
2. The real property described on **EXHIBIT A-5.2** totaling approximately zero and 89/100 (0.89) acres is hereby subtracted from the Lands.
3. This Fifth 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.
4. As modified herein all terms and conditions in the Use Agreement shall remain in full force and effect.
5. Capitalized terms not otherwise specifically defined in this Fifth 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.)

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Shelby Cnty Judge of Probate, AL
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EXHIBITS:

Exhibit A-4

GRANTOR:

ATTEST:

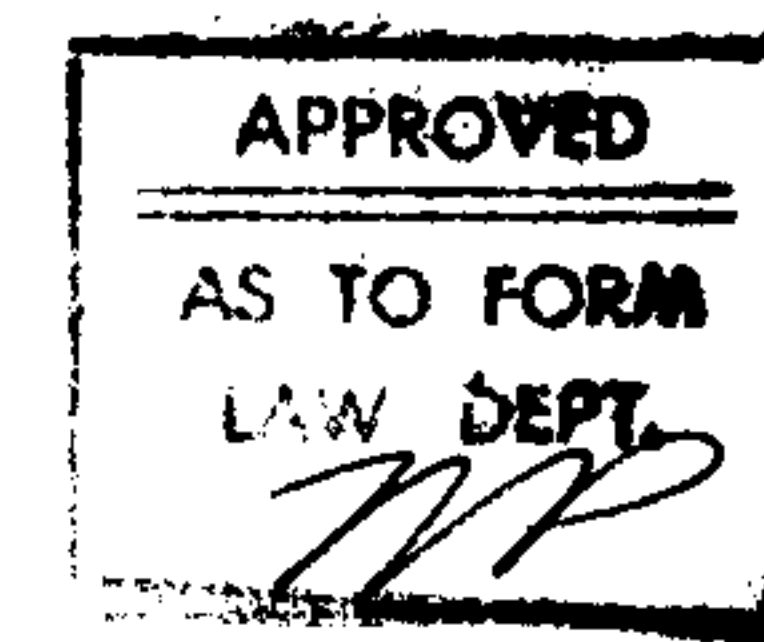
UNITED STATES STEEL CORPORATION

By: Michelle Pasta

Title: Assistant Secretary

By: [Signature]

Title: General Manager-Southeast
USS Real Estate, a division of
United States Steel Corporation



STATE OF Alabama)

COUNTY OF Jefferson)

I, Beverly Swain, a Notary Public in and for said County, in said State, hereby certify that Thomas E. Howard, whose name as General Manager-Southeast 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, the 5 day of October, 2007.

[SEAL]

[Signature]
Notary Public

My Commission Expires: _____

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: July 30, 2011
BONDED THRU NOTARY PUBLIC UNDERWRITERS

GRANTEE:

RGGS LAND & MINERALS, LTD., L.P.

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

By: *Russell D. Gordy*
Russell D. Gordy
Its: President

STATE OF TEXAS)

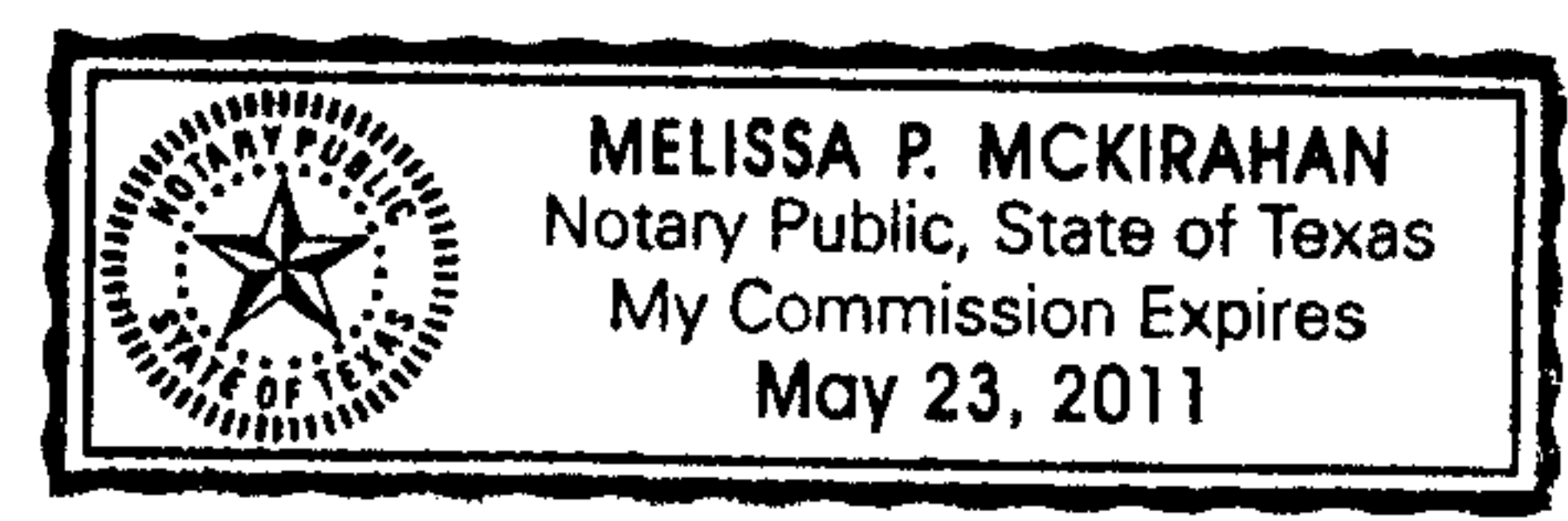
COUNTY OF HARRIS)

I, *Melissa McKirahan*, 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 *24th* day of *September*, 20*07*.

[SEAL]

Melissa McKirahan
Notary Public
My Commission Expires: _____



THIS INSTRUMENT WAS PREPARED BY:

James J. Sledge
ROSEN, COOK, SLEDGE, DAVIS
CADE & SHATTUCK, P.A.
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AND

Michael M. Partain, General Attorney
UNITED STATES STEEL CORPORATION
LAW DEPARTMENT - FAIRFIELD OFFICE
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(205) 783-2515

AFTER RECORDING RETURN TO:

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EXHIBIT A-5.1

LEGAL DESCRIPTION OF ADDED PARCEL

That part of the Northwest quarter of the Northwest quarter of Section 16, Township 21 South, Range 4 West, situated in Shelby County, Alabama, more particularly described as follows:

Begin at the Northwest corner of Lot 3B, Resurvey of Lot 3A of a Resurvey of Lots 2 & 3 of Cahaba River Getaways, as recorded in Map Book 32, Page 57 in the Probate Office of Shelby County, Alabama and run easterly along the north line of said lot for a distance of 128.77 feet; thence turn an interior angle left of $66^{\circ} 57' 36''$ and run southwesterly for a distance of 30.29 feet to the beginning of a curve to the left with a radius of 200.00 feet, a central angle of $19^{\circ} 56' 47''$ and a chord length of 69.28 feet; thence continue in a southwesterly direction along the arc of said curve for a distance of 69.63 feet; thence continue southwesterly along tangent extended from said curve for a distance of 211.66 feet to the beginning of a curve to the right with a radius of 200.00 feet, a central angle of $46^{\circ} 15' 29''$ and a chord length of 157.12 feet; thence continue in a southwesterly direction along the arc of said curve for a distance of 161.47 feet; thence continue southwesterly along tangent extended from said curve for a distance of 17.98 feet to a point on the west line of said Lot; thence turn an interior angle left of $50^{\circ} 11' 41''$ and run northerly along said Lot line for a distance of 459.42 feet to the Point Of Beginning. Said parcel contains 38,909 square feet or 0.89 acre, more or less.



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Shelby Cnty Judge of Probate, AL
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EXHIBIT A-5.2

LEGAL DESCRIPTION OF SUBTRACTED PARCEL

That part of the Southwest quarter of the Southwest quarter of Section 9,
Township 21 South, Range 4 West, situated in Shelby County, Alabama, more particularly
described as follows:

Commence at the Northwest corner of Lot 3B, Resurvey of Lot 3A of a Resurvey of Lots 2 & 3
of the Cahaba River Getaways, as recorded in Map Book 32, Page 57 in the Probate Office of
Shelby County, Alabama and run easterly along the north line of said lot for a distance of 128.77
feet to the Point Of Beginning; thence continue along the last described course for a distance of
877.33 feet to the Northeast corner of said Lot; thence turn an interior angle right of $06^{\circ} 01' 50''$
and run northwesterly for a distance of 844.28 feet; thence turn an interior angle right of $107^{\circ} 00' 35''$
and run southwesterly for a distance of 96.39 feet to the Point Of Beginning. Said parcel
contains 38,909 square feet or 0.89 acre, more or less.