

**ATP Titan Holdco LLC**  
4600 Post Oak Place, Suite 200  
  
Houston, Texas 77027-9726

**GOM COMPANY#: 3156**

Delaware Limited Liability Company  
Modified:  
Approved: 09-Jun-10

**AUTHORIZED TO CONDUCT  
THE FOLLOWING BUSINESS:**

OIL & GAS: Yes  
RIGHTS-OF-WAY: Yes  
ALTERNATIVE ENERGY: No

**AREAWIDE BONDS:**

3M DEVEL: No  
1M EXPL: No  
300K AREAWIDE: No  
PIPELINE: No  
  
Supplement Exempt: No

EEO Plan: No  
Debarment: No

Qualification documents received 5/20/2010 and approved 6/9/2010.

NAME	TITLE	EXPIR. DATE
George R. Morris	Vice President	
Isabel M. Plume	Secretary	
Leland E. Tate	President	

RESOLVED, that Leland E. Tate, President of ATP Titan Holdco LLC, a Delaware limited liability company, is hereby empowered on behalf of the Company (ATP Titan Holdco LLC), in any matter relating to Federal lands or minerals or other rights under the supervision of Federal authority to agree upon the terms of and to execute and deliver any instrument or agreement pertaining to oil and gas leases and pipeline rights-of-way, including any application, bid, lease, bond, assignment, relinquishment, or other paper, including the issuing or revoking of Powers of Attorney.

RESOLVED, that George R. Morris, Vice President of ATP Titan Holdco LLC, a Delaware limited liability company, is hereby empowered on behalf of the Company (ATP Titan Holdco LLC), in any matter relating to Federal lands or minerals or other rights under the supervision of Federal authority to agree upon the terms of and to execute and deliver any instrument or agreement pertaining to oil and gas leases and pipeline rights-of-way, including any application, bid, lease, bond, assignment, relinquishment, or other paper, including the issuing or revoking of Powers of Attorney.

RESOLVED, that Isabel M. Plume, Secretary of ATP Titan Holdco LLC, a Delaware limited liability company, is hereby empowered on behalf of the Company (ATP Titan Holdco LLC), in any matter relating to Federal lands or minerals or other rights under the supervision of Federal authority to agree upon the terms of and to execute and deliver any instrument or agreement pertaining to oil and gas leases and pipeline rights-of-way, including any application, bid, lease, bond, assignment, relinquishment, or other paper, including the issuing or revoking of Powers of Attorney.

The limited liability company is comprised of the following member(s):

ATP Oil & Gas Corporation - Sole Member

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TERM: Perpetual