

FILED FOR RECORD

2023 AUG 14 AM 11:29

MARGARET BORMAN
COUNTY CLERK
WHEELER COUNTY, TEXAS

BY *Stephie Walden*

NOTICE OF SUBSTITUTE TRUSTEE'S SALE
[Commercial Property]

WHEREAS, on October 31, 2018, Spitfire Energy Group LLC, an Oklahoma limited liability company (the "**Grantor**"), executed that certain Mortgage, Deed of Trust, Security Agreement, Assignment of Production and Financing Statement for the benefit of International Bank of Commerce, an Oklahoma state banking corporation (the "**Holder**"), such being recorded on November 5, 2018 with the County Clerk of Wheeler County, Texas at Volume 741, Page 893, and amended, modified and supplemented by that certain First Supplemental Mortgage, Deed of Trust, Security Agreement, Assignment of Production and Financing Statement dated as of January 17, 2019 and recorded on January 23, 2019 with the County Clerk of Wheeler County, Texas at Volume 743, Page 664, and then further amended, modified and supplemented by that certain Second Supplemental Mortgage, Deed of Trust, Security Agreement, Assignment of Production and Financing Statement dated as of June 17, 2019 and recorded on July 8, 2019 with the County Clerk of Wheeler County, Texas at Volume 747, Page 92 (collectively, the "**Prior Deed of Trust**") to secure payment of all indebtedness owed or to be owing to the Holder including, without limitation, the indebtedness evidenced by that certain Promissory Note dated October 31, 2018 in the original principal amount of \$40,000,000 (the "**Prior Note**");

WHEREAS, the Prior Deed of Trust was Amended and Restated by that certain Amended and Restated Mortgage, Deed of Trust, Security Agreement, Assignment of Production and Financing Statement dated as of October 9, 2020, executed by Grantor for the benefit of Holder and recorded at Volume 758, Page 655 of the Real Property Records of Wheeler County, Texas (the "**Deed of Trust**"), conveying to William P. Schonacher, as Trustee, certain real property (the "**Land**") and other property described therein (together, said other property and the Land herein, the "**Property**") to secure payment of all indebtedness owed or to be owing to the Holder (collectively, the "**Indebtedness**") including, without limitation, the indebtedness evidenced by that certain Amended and Restated Promissory Note dated as of October 9, 2020 in the original principal amount of \$29,841,064.04 (as the same may be amended, modified, supplemented, restated, replaced, renewed, extended and/or increased from time to time, the "**Note**"), which Note amended and restated the Prior Note; and

WHEREAS, Holder is the legal and equitable owner and holder of the Indebtedness secured by said Deed of Trust;

WHEREAS, Holder has appointed Bonnie C. Barksdale and/or Ted Harrington as Substitute Trustee, pursuant to its power and authority under said Deed of Trust and/or the Texas

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Property Code, by instrument dated April 7, 2023, recorded at Volume 784, Page 77, of the Real Property Records of Wheeler County, Texas.

WHEREAS, defaults have occurred in the payment of the Indebtedness, and Holder has requested the undersigned or any other Substitute Trustee under the Deed of Trust to sell the Property, including the Land on Tuesday, the 5th day of September, 2023 (the “**Subject Foreclosure**”);

NOW, THEREFORE, NOTICE IS HEREBY GIVEN, that on Tuesday, the 5th day of September, between 10:00 a.m. and 1:00 p.m., I or any other Substitute Trustee under the Deed of Trust will sell the Property secured by the Deed of Trust at the door of the County Courthouse (or such other location) designated by the Wheeler County Commissioner’s Court as the location for such sales in Wheeler County, Texas, to the highest bidder for cash. The earliest time the sale will begin is 10:00 a.m. Pursuant to applicable law, the sale will begin at such time or within three hours thereafter.

The Land is located in the County of Wheeler, State of Texas, as more particularly described on **Exhibit A**, attached hereto and incorporated herein. The Property includes both real and personal property, and formal notice is hereby given of Holder’s election to proceed against and sell both the real property and any personal property described in the Deed of Trust in accordance with Holder’s rights and remedies under the Deed of Trust and Section 9.604(a) of the Texas Business and Commerce Code.

The Subject Foreclosure will be made expressly subject to any title matters set forth in the Deed of Trust and all prior matters of record affecting the Property, if any, to the extent they remain in force and effect and have not been subordinated to the Deed of Trust. The Subject Foreclosure will not cover any part of the Property that has been released of public record from the lien or security interest of the Deed of Trust.

Pursuant to Section 51.009 of the Texas Property Code, the Property will be sold in its “AS IS, WHERE IS” condition, without any express or implied warranties, except as to the warranties of title, if any, provided for under the Deed of Trust.

Pursuant to Section 51.0075 of the Texas Property Code, the Trustee reserves the right to set further reasonable conditions for conducting the Subject Foreclosure. Any such further conditions shall be announced before bidding is opened for the first sale of the day held by said Trustee.

ASSERT AND PROTECT YOUR RIGHTS AS A MEMBER OF THE ARMED FORCES OF THE UNITED STATES. IF YOU ARE OR YOUR SPOUSE IS SERVING ON ACTIVE MILITARY DUTY, INCLUDING ACTIVE MILITARY DUTY AS A MEMBER OF THE TEXAS NATIONAL GUARD OR THE NATIONAL GUARD OF ANOTHER STATE OR AS A MEMBER OF A RESERVE COMPONENT OF THE ARMED FORCES OF THE UNITED STATES, PLEASE SEND WRITTEN NOTICE OF THE ACTIVE DUTY MILITARY SERVICE TO THE SENDER OF THIS NOTICE IMMEDIATELY.

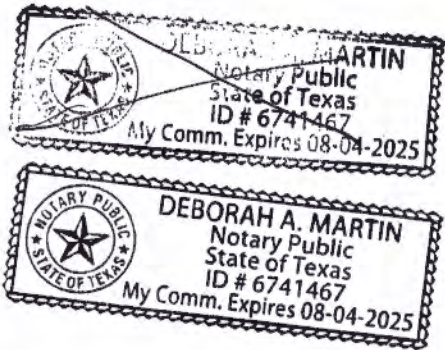
WITNESS MY HAND this 10th day of August, 2023.

Bonnie C. Barksdale

**Bonnie C. Barksdale, Substitute Trustee
Carrington, Coleman, Sloman &
Blumenthal, LLP
901 Main Street, Suite 5500
Dallas, Texas 75202**

STATE OF TEXAS §
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COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on the 10 day of August, 2023, personally appeared Bonnie C. Barksdale, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.



Deborah A. Martin
Name: (Print) Deborah A. Martin
Notary Public, State of Texas
Commission Expires: 8-4-25

EXHIBIT A

PROPERTY

- A. The salt water injection wells described below on "Exhibit A-1" and defined as the "SWD Wells"
- B. The easements, servitudes, rights of way, rights of access or occupancy, special use permits, certificates, orders, leases, surface or subsurface use rights and similar real property rights described below on "Exhibit A-2" and defined as the "SWD Properties"
- C. All other real property situated in Wheeler County, Texas being more particularly described on "Exhibit A-1" and, collectively with the SWD Wells, defined as the "Real Property".
- D. All other wells, salt water injection wells, water supply wells, well bore, casing, tubing, pumping units, rods, flow lines, pipe lines, poles, lines, compressors, motors, engines, tanks, separators, pumping units, heater treaters, fittings, machinery, tools, tanks, equipment, buildings, structures, supplies, inventories, and all other goods, chattels, business records, documents of title, and all other items of real property, personal property, and fixtures now or hereafter located at, under or upon or used in connection with, the SWD Wells and the Real Property;
- E. All goods that are or are to become fixtures related to the Real Property;
- F. All present and future contracts and agreements relating to the SWD Wells or the Real Property, or any portion of either of them, including without limitation, contracts and agreements pursuant to which Grantor has acquired or may acquire rights in all or any portion of the foregoing;
- G. All existing and future permits, licenses, leases, rights of way, easements and similar rights and privileges that relate to or are appurtenant to all or any portion of the SWD Wells or the Real Property;
- H. All awards, payments and proceeds of conversion, whether voluntary or involuntary, of any of the foregoing, including, without limitation, all insurance, condemnation and tort claims, rent claims, and other obligations dischargeable in cash; and
- I. All proceeds, products, substitutions and exchanges of any of the foregoing.

EXHIBIT A-1

Real Property:

1. The real property located in the NW/4 of Section 53, Block A-7, H&GN RR Co. Survey, Wheeler County, Texas, and further described as follows:

All that certain tract or parcel of land being a portion of Section 53 described in Cash Warranty Deed in Volume 422, Page 35 recorded in Wheeler County Courthouse, Wheeler County, Texas, containing 6.018 acres.
2. All of Section 1, Block 3, B&B Survey (A-16), Wheeler County, Texas, containing 640 acres more or less
3. Section 29, Block A-3, H&GN Survey, Wheeler County, Texas
4. Section 44, Block A-4, H&GN Survey, Wheeler County, Texas
5. Section 1, Block 5, B&B Survey, Wheeler County, Texas
6. Section 8, Block 2, B&B Survey, Wheeler County, Texas
7. Section 37, Block A-3, H&GN Survey, Wheeler County, Texas

SWD Wells:

<u>SWD WELL NAME</u>	<u>SECTION</u>	<u>BLOCK</u>	<u>SURVEY</u>	<u>COUNTY</u>	<u>STATE</u>
Forest Oil SWD 153	53	A-7	H&GN	Wheeler	Texas
Frye Ranch SWD 01	29	A-3	H&GN	Wheeler	Texas
Raticar SWD 1044	44	A-4	H&GN	Wheeler	Texas
Britt 01 SWD	1	5	B&B	Wheeler	Texas
Britt Ranch SWD E 3-8	8	2	B&B	Wheeler	Texas
Britt Ranch SWD K1	37	A-3	H&GN	Wheeler	Texas

EXHIBIT A-2

SWD Properties:

1. Texas Railroad Commission Permit No. 12255
2. Texas Railroad Commission Permit No. 13310
3. Texas Railroad Commission Permit No. 13304
4. Texas Railroad Commission Permit No. 12727
5. Texas Railroad Commission Permit No. 12750
6. Texas Railroad Commission Permit No. 12101
7. Salt Water Disposal Lease dated January 17, 2012, between A. Michael Raticar, lessor, and Forest Oil Corporation, lessee, covering Section 44, Block A-4, H&GN Survey, Wheeler County, Texas.
8. Amendment to Salt Water Disposal Lease dated May 10, 2018, between A. Michael Raticar, lessor, and Le Norman Operating LLC, successor in interest to Forest Oil Corporation, lessee, covering Section 44, Block A-4, H&GN Survey, Wheeler County, Texas.
9. Salt Water Disposal Lease dated December 28, 2005 and recorded in Book 572, Page 234, by and between Tom Henry Frye, as Lessor, and Forest Oil Corporation, as Lessee covering Section 29, Block A-3, H&GN Survey, Wheeler County, Texas
10. Amendment to Salt Water Disposal Lease dated August 30, 2007, but effective as of December 28, 2005 recorded in Book 572, Page 232, by and between Tom Henry Frye, as Lessor, and Forest Oil Corporation, as Lessee covering Section 29, Block A-3, H&GN Survey, Wheeler County, Texas
11. Amendment to Salt Water Disposal Lease dated May 10, 2018 by and between Le Norman Operating LLC, as Lessee and the Tom Harry Frye Trust, as Lessor covering the Frye Ranch 1-29 SWD located in Section 29, Block A-3, H&GN Survey, Wheeler County, Texas
12. Purchase and Sale Agreement between the Davis Family Trust #1, as Seller, and Forest Oil Corporation, as Buyer covering a 6.018 acre surface tract in the NW/4 of Section 53, Block A-7, H&GN Survey, Wheeler County, Texas pertaining to the Forest Oil 1-53 SWD.
13. Surface Lease and Salt Water Disposal Agreement between B&B Fluids, LLC, et al, as Lessor, and Le Norman Operating LLC, as Lessee, effective as of July 1, 2019.