

**EXHIBIT 5 - PROPERTY
DEED DATED MAY 24,
1979**

795005

CASH SALE DEED

STATE OF LOUISIANA
PARISH OF CADDO

FILED & RECORDED
CADDO PARISH, I.A.
MAY 24 11 57 AM '79

DEPUTY CLERK & RECORDER

BE IT KNOWN, that this day before me, the under-
signed authority, a Notary Public, duly commissioned and
qualified in and for Caddo Parish, Louisiana, and in the
presence of the undersigned competent witnesses, personally
came and appeared:

JACK WELLS CLARKE, husband of Dorothy Irelan
Clarke, domiciled in Caddo Parish, Louisiana;

and

MID SOUTH SECURITIES, INC., a Louisiana cor-
poration, domiciled in Caddo Parish, Louisiana,
represented herein by its Vice President, James L.
Adams, duly authorized pursuant to resolution
of its Board of Directors, a certified copy of
which resolution is attached hereto as a part
hereof, said parties hereinafter designated as
VENDORS,

who declared that they do by these presents, GRANT, BARGAIN,
SELL, CONVEY AND DELIVER, for the cash consideration with the
warranties as hereinafter set forth, and subject to the con-
ditions and reservations hereinafter stipulated, unto:

JOHN FRANKS, husband of Alta V. Franks, 3800
Old Mooringsport Road, Shreveport, Louisiana
71107;

the following described property located in Caddo Parish,
Louisiana:

DESCRIPTIONS OF TWO TRACTS OF LAND IN
SECTIONS 16 AND 21, TOWNSHIP 17 NORTH,
RANGE 15 WEST, CADDO PARISH, LOUISIANA

1) TRACT NORTH OF U.S. HIGHWAY 80:

A tract of land being the Southeast Quarter
(SE/4) of Section 16, Township 17 North,
Range 15 West, and most of that portion of
the East Half (E/2) of Section 21, Township
17 North, Range 15 West, lying north of U.S.
Highway 80. Said tract described more fully
as follows:

Beginning at the common corner of Sections 15, 16, 21 and 22 of said Township 17 North, Range 15 West, run westerly along said south line of said Section 16 a distance of 50.0 feet, run thence southerly parallel and 50 feet from the east line of said section 21 a distance of 1792.76 feet (said line being the west line of a road dedication recorded in Conveyance Book 1200, page 71 of the Records of Caddo Parish), thence run South 84 degrees 09 minutes 14 seconds West a distance of 577.64 feet parallel to north right of way of now abandoned V. S. & P. R. R. right of way, thence run South 1 degree 03 minutes 20 seconds West a distance of 1310.7 feet to the north right of way line of U.S. Highway 80, thence run westerly along said north right of way line along a curve to the right a distance of 775.42 feet, (said curve having a radius of 2838.87 feet and a central angle of 13 degrees 39 minutes), thence run South 84 degrees 09 minutes 14 seconds West along said north right of way line a distance of 1263.0 feet to the North-South center line of said Section 21, thence run North 1 degree 10 minutes East along said North-South center line a distance of 3525.4 feet to the mid point of the north line of said Section 21, thence run North 1 degree 16 minutes 20 seconds East along the North-South center line of said Section 16 a distance of 2634.7 feet to the mid point of said Section 16, thence run South 88 degrees 58 minutes 20 seconds East along the East-West mid line of said Section 16 a distance of 2614.24 feet to the east line of said Section 16, thence run South 1 degree 11 minutes 40 seconds West along said east line a distance of 2640.4 feet to the point of beginning, said tract containing 337.936 acres.

2) TRACT BETWEEN I-20 AND U.S. HIGHWAY 80:

A tract of land in the East Half (E/2) of Section 21, Township 17 North, Range 15 West, Caddo Parish, Louisiana, lying between the north right of way line of Interstate Highway No. 20 and the south right of way line of U.S. Highway No. 80. Said tract being more fully described as follows:

Beginning at the intersection of the North-South center line of said Section 21 with the south line of 100 foot right of way of said U.S. Highway 80, run North 84 degrees 09 minutes 14 seconds East along said south right of way line a distance of 1273.5 feet to point of curve, thence run northeasterly along a curve to the left on said south right of way line a distance of 459.4 feet, thence run South 20 degrees 41 minutes 30 seconds East a distance of about 41.5 feet to the north right of way line of said V. S. & P. R. R. right of way, thence run North 84 degrees 09 minutes 14 seconds East along north line of abandoned V. S. & P. R. R. right of way to a distance of 276.4 feet, thence run South 1 degree 03 minutes 20 seconds West a distance of 16.63 feet to the north right of way line of I-20, thence run southwesterly along said north right

of way line of I-20 Highway, a distance of about 2000.0 feet to the North-South center line of said Section 21, thence run North 1 degree 10 minutes East along said North-South center line a distance of 23.5 feet to the point of beginning, said tract containing 52,800 square feet, more or less.

52,800 - 1. 1.21
23,500

Without in anywise limiting the foregoing description of that portion of the property located in Section 21, Township 17 North, Range 15 West, Caddo Parish, Louisiana, described in Subparagraph (1) above, it is the intention of Vendors to include hereunder all of their right, title and interest in and to all lands owned by them in the East Half (E/2) of Section 21, Township 17 North, Range 15 West, Caddo Parish, Louisiana, located north of the northerly right of way line of Interstate No. 20, or north of the northerly right of way line of the V. S. & P. Railroad (now abandoned), whichever of said northerly right of way lines is southerlymost, whether or not said lands are specifically described above, LESS AND EXCEPT the tract or tracts of land in the East Half (E/2) of said Section 21 expressly excepted and excluded in that deed dated March 28, 1974 from John S. Welsh, Jr. and Ferne Beseler Welsh to Herman K. Beebe and Jack Wells Clarke recorded in Book 1436, page 564 of the Conveyance Records of Caddo Parish, Louisiana.

This sale is made for the consideration of the sum of NINE HUNDRED SIXTY-SEVEN THOUSAND AND NO/100ths (\$967,000.00) DOLLARS cash in hand paid, the receipt of which is hereby acknowledged by Vendors.

As to the tract of land described in Subparagraph (1) above, this sale is made with all legal warranties and full guarantee of title and with complete transfer and subrogation of all rights and actions of warranty against all former proprietors of said tract of land, together with all rights of prescription, whether acquisitive or liberative. As to the

tract of land described in Subparagraph (2) above, this sale is made without any warranty whatsoever, even for the return of the purchase price, but with full substitution and subrogation in and to all the rights and actions of warranty which Vendors have or may have against all former proprietors of said tract, together with all rights of prescription, whether acquisitive or liberative.

This sale is expressly subject to the following:

1) All easements, rights of way and dedications of record, including, but not limited to, the dedication of a portion of the East 50 feet of the East Half (E/2) of Section 21, Township 17 North, Range 15 West, Caddo Parish, Louisiana for road purposes granted by John S. Welsh, Jr. et al in favor of the public as more fully shown in Plat Book 1200, page 71 of the Records of Caddo Parish, Louisiana.

2) Outstanding mineral rights, in, on and under that certain 168.98 acres, more or less, affecting that portion of the property conveyed hereunder as described in mineral deed dated March 28, 1974, from Herman K. Beebe and Jack Wells Clarke to John S. Welsh, Jr. and Ferne Beseler Welsh, husband and wife, recorded March 29, 1974, in Conveyance Book 1441, page 630 of the Records of Caddo Parish, Louisiana.

3) That certain oil, gas and mineral lease dated September 15, 1978 executed by Jack Wells Clarke and Mid South Securities, Inc. in favor of Pride Exploration, Inc. covering the East Half (E/2) of the Southeast Quarter (SE/4) of Section 16, Township 17 North, Range 15 West, Caddo Parish, Louisiana, recorded in Conveyance Book 1693, page 78 of the Records of Caddo Parish, Louisiana.

4) That certain oil, gas and mineral lease dated August 7, 1978 executed by John S. Welsh, Jr. and Ferne Beseler Welsh in favor of Pride Exploration, Inc. covering the West Half (W/2) of the Southeast Quarter (SE/4) of Section 16, Township 17 North, Range 15 West, Caddo Parish, Louisiana, recorded in Conveyance Book 1680, page 35 of the Records of Caddo Parish, Louisiana.

This sale is also subject to the following reservations in favor of Vendors in equal shares:

1) The right of Vendors to receive all delay rental payments, shut-in royalty payments and all royalties due on production of oil, gas or other minerals under said oil, gas and mineral

lease of September 15, 1978 from Jack Wells Clarke and Mid South Securities, Inc. to Pride Exploration, Inc. covering the East Half (E/2) of the Southeast Quarter (SE/4) of Section 16, Township 17 North, Range 15 West, Caddo Parish, Louisiana, recorded in Conveyance Book 1693, page 78 of the Records of Caddo Parish, Louisiana, all of the rights and obligations of Lessor in and under said lease being assigned hereby to Vendee subject to the foregoing reservations in favor of Vendors.

2) A mineral royalty interest, free and clear of all costs of production, of one-sixth (1/6) of eight-eighths (8/8) of the whole of all oil, gas and liquid hydrocarbons in, on, under and that may be produced from the lands conveyed hereunder or produced from that portion of the land conveyed hereunder which may be included in any unit for the production of oil, gas and liquid hydrocarbons, LESS AND EXCEPT any oil, gas, and liquid hydrocarbons which may be produced from or which is attributable to the said 168.98 acres of land, more or less, described in the above referred to mineral deed from H. K. Beebe and Jack Wells Clarke to John S. Welsh, Jr. and Ferne Beseler Welsh dated March 28, 1974, recorded in Conveyance Book 1441, page 630 of the Records of Caddo Parish, Louisiana, as to which said lands said John S. Welsh, Jr. and Ferne Beseler Welsh own all of the outstanding mineral rights as of the date of this deed.

The certificate of mortgage is hereby waived by the parties and evidence of payment of taxes produced.

All ad valorem taxes assessed against the property herein conveyed for the year 1979 shall be prorated between Vendors and Vendee as of the date of this sale.

AND NOW UNTO THESE PRESENTS comes and appears DOROTHY IRELAN CLARKE, wife of Jack Wells Clarke, who, together with said Jack Wells Clarke, hereby declares that the property conveyed by them hereunder is not the family home.

DONE AND PASSED at my office in said Parish in the presence of the undersigned competent witnesses and me, Notary, on the 24th day of May, 1979.

ATTEST:

P. M. Casland
S. Pennington

Jack Wells Clarke
JACK WELLS CLARKE
Dorothy Irelan Clarke
DOROTHY IRELAN CLARKE

MID SOUTH SECURITIES, INC.

BY: James L. Adams
Vice President

John Franks
JOHN FRANKS

W. W. Wiener, Jr.
NOTARY PUBLIC
in and for the Parish of Caddo
State of Louisiana

C E R T I F I C A T E

CERTIFIED COPY OF RESOLUTION OF BOARD OF DIRECTORS OF
MID SOUTH SECURITIES, INC.

I, KATHRYN R. DODSON, Secretary of Mid South Securities, Inc., a corporation created and organized under the laws of the State of Louisiana, domiciled in Caddo Parish, Louisiana, with its registered office located at 6001 Financial Plaza, Shreveport, Louisiana, do hereby certify that the Resolution set forth below is a true and correct copy of said Resolution adopted by Unanimous Consent of the Board of Directors of Mid South Securities, Inc. on May 21, 1979:

RESOLVED, that the Board of Directors authorizes James L. Adams, as Vice President, to execute and deliver on behalf of Mid South Securities, Inc. a deed to and in favor of John Franks, husband of Alta V. Franks, conveying to said John Franks the entire undivided interest owned by Mid South Securities, Inc. in the Southeast Quarter (SE/4) of Section 16, and the East Half (E/2) of Section 21, Township 17 North, Range 15 West, Caddo Parish, Louisiana, for such consideration and subject to such terms, conditions and reservations as said James L. Adams, as Vice President, shall in his sole discretion deem fit; further authorizes said James L. Adams, as Vice President, to take or cause to be taken all actions which he in his sole discretion deems necessary and proper to accomplish the foregoing purpose; and the Board of Directors hereby confirm that H. K. Beebe, as President, was authorized on behalf of Mid South Securities, Inc. to execute that certain Agreement for the purchase and sale of immovable property dated May 22, 1979, between Mid South Securities, Inc., Jack W. Clarke, and John Franks covering the properties owned by said Mid South Securities, Inc. in the Southeast Quarter (SE/4) of Section 16, and the East Half (E/2) of Section 21, Township 17 North, Range 15 West, Caddo Parish, Louisiana, for the consideration and subject to the terms, conditions and reservations set forth in said Agreement.

DONE AND SIGNED at Shreveport, Louisiana, this 21st day of May,

1979.


KATHRYN R. DODSON, SECRETARY
MID SOUTH SECURITIES, INC.