

FILED AT 10:40 O'CLOCK A.M.
 R. DAVID GUERRERO
 DEC 03 2008
 CLERK DIST COURT JIM WELLS CO, TEXAS
 BY: *R. David Guerrero* DEPUTY

CAUSE NO. 08-06-47106

CORONADO ENERGY E&P COMPANY, § IN THE DISTRICT COURT
 L.L.C., §
 Plaintiff, §
 §
 V. § 79th JUDICIAL DISTRICT
 §
 MCGILL RANCH, LTD., §
 STEPHEN BURNS, JR. and §
 ELIZABETH BURNS, §
 Defendants. § JIM WELLS COUNTY, TEXAS

PROTECTIVE ORDER REGARDING EXPLOITATION AGREEMENT

On December 3, 2008, the Court considered Plaintiff's Motion for Protective Order. After reviewing the Motion and considering the evidence presented and the arguments of counsel, the Court has decided to grant the Motion.

With respect to the redacted Exploitation Agreement effective date August 31, 2006 (the "REA"), provided by Plaintiff at the July 1, 2008 Temporary Injunction hearing, the Court finds that such redacted agreement contains information that is confidential and proprietary to Plaintiff and a non-party hereto. The Court, therefore, makes the following orders with respect to the REA:

1. The REA shall be used by Defendants solely for the purpose of preparation and trial of this litigation and for no other purpose whatsoever, and Defendants shall not be disclose the REA or its contents in any form to any person except in accordance with the terms hereof.
2. The REA shall not be disclosed or made available by Defendants other than to Qualified Persons as defined below.
3. "Qualified Persons," as used herein means:
 - (a) Defendants and attorneys of record for Defendants in this litigation; and
 - (b) Actual or potential independent technical experts or consultants for Defendants, ~~who have been designated in writing by notice to all counsel prior to any disclosure of the REA to such persons,~~ and who, prior to receiving the REA, have signed a document agreeing to be bound by the terms of this protective order (such signed document to be retained by the attorney retaining such person).

es
[Signature]

4. In the event Defendants wish to use any portion of the REA in any affidavits, briefs, memoranda of law, or other papers filed in Court in this litigation, such information used therein shall be filed under seal with the Clerk of Court.

5. In the event that Defendants wish to use any portion of the REA in depositions of any witnesses or as exhibits to any depositions, such portions of the depositions and exhibits shall be designated as "Confidential" and shall be subject to this Order, ^{ONLY} ~~ONLY~~ _{DESIGNATED.} *ANY PARTY WILL HAVE 30 DAYS FOLLOWING RECEIPT OF THE TRANSCRIPT TO MAKE SUCH DESIGNATION.* ^{CS} *OK*

6. The Clerk of this Court is directed to maintain under seal all documents and pleadings filed under seal with the Court in this litigation which contain any portion of the REA.

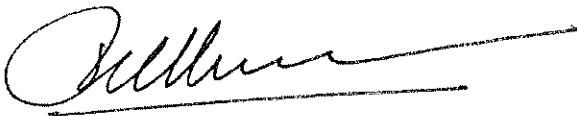
7. Within one hundred twenty (120) days after conclusion of this litigation and any appeal thereof, the REA and all reproductions thereof in the possession of any of the persons qualified under Paragraphs 3(a) and (b) shall be returned to Plaintiff.

SIGNED this 3 day of December, 2008.



JUDGE RICHARD C. TERRELL

Approved As
To Form Only



Patrick Sleehan
Counsel for Plaintiff



Craig Sico
Counsel for Defendants