

HUMBLE EXPLORATION COMPANY, INC.

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FACSIMILE TRANSMISSION SHEET

FROM: Pat S. Holloway

SUBJECT: *old letter to Exxon*

DATE: *9/11/03*

TO: *Elizabeth Burns*

FAX #: *361-664-3327*

TOTAL NUMBER OF PAGES: *-5-* (INCLUDING THIS TRANSMISSION SHEET)

DESCRIPTION AND/OR COMMENTS:

Per your request, here is 1977 letter to Exxon. Later, after Humble became rich and powerful after developing Giddings Austin Obalk oil Field, I turned down Exxon's offer of \$1 million to change my corporate name, and was Exxon Humble v. Exxon in 5th Circuit. In 1982 Humble drilled more productive wells in Texas (over 100) than any other major company - with the possible exception of big, bad old Exxon. I am presently trying to recover more

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than \$100,000,000 from Exxon for undevelopment of gas/oil/ downstream royalties to federal government.

Pat Holloway

HUMBLE EXPLORATION COMPANY, INC.

3400 REPUBLIC BANK TOWER
DALLAS, TEXAS 75201

January 20, 1977

Vincent F. Bick, Jr., Esq.
Exxon Corporation
1251 Avenue of the Americas
New York, New York 10020

Dear Mr. Bick:

Your letter of January 11, 1977 addressed to William W. Browning, as President of Humble Exploration Company, Inc., has come to me because my friend Bill died last September and, while we have spent considerable time since then worrying about where he went, at least one fact is certain: he left no forwarding address with the U. S. Post Office.

Your letter states that you are enclosing a number of trade mark registrations, but none was in fact enclosed with your letter. What you actually enclosed were copies of your internal inter-office communications relating to Humble Exploration Company, Inc., which herewith are returned to you uncopied since we assume you did not intend to send them to us. If we had any internal Humble inter-office memoranda relating to Exxon, we would forward you copies in order possibly to assuage any embarrassment on your part over this apparent slip by your secretary but, alas, we do not have any.

When Bill and I decided to go into the oil business, one evening over drinks after temporarily exhausting the subject of women, we agreed that while our many virtues and various attributes were undoubtedly sufficient to assure our success in the oil exploration business both of us could, in all honesty, be somewhat deficient in humility, and we decided that while this might be no handicap in the pursuit of women it could conceivably prove to be a detriment in the pursuit of hydrocarbons, particularly since neither of us had any prior experience in that field. We decided that it would be advisable not only to adopt an attitude of humility but also, as an added safeguard, to remind ourselves daily of the desirability of that particular attribute by reference thereto in our corporate name.

We were, of course, aware of the former existence of Humble Oil & Refining Company and that it had changed its name to Exxon. To avoid any possible confusion on anyone's part between our company and the former public identity of Humble Oil & Refining Company (which your company had then recently spent untold millions of dollars changing over

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to "Exxon"), we did not include in our corporate name any reference to "Oil" or "Refining" or "Gas" or "Petroleum" or "Hydrocarbons" or "Energy" or any other such word as might conceivably lead to confusion between the two organizations.

The principal reason we chose "Exploration" was because it aptly described our principal proposed (and to date actual) activity. A subsidiary or affiliated reason was that it was most likely to eliminate any possible confusion between us and the former name of your domestic affiliate since (1) the word "Exploration" has never (so far as I know) been included in the name of any of your vast menagerie of subsidiaries or affiliates, and (2) your company, in the years immediately preceding 1974, had not exactly been noted for its exploratory activities in the contiguous United States (where we intended to operate exclusively), except for your extensive domestic exploration efforts offshore (where we have not ventured, not being big enough to swim, although we have waded around a little in South Louisiana and in a Texas bay - and nearly drowned financially in just a few feet of calm water when we stuck our dobber in the dirt, differentially, three times and had to sidetrack each time - may you never have a daily drilling report beginning "STTD-3 14, 453").

We are a very privately owned company, with only three shareholders, including Bill's widow, Jane, and no salaried employees. Zero. We understand you have many of both. We do not sell any products or services to any segment of the public nor do we deal with the general public in any way. We do not operate any producing properties and so do not deal or have accounts with any trade or industry suppliers or contractors who could confuse us with you. None of our many industry partners in our exploration activities has ever experienced the slightest confusion about who we are, or even remotely suspected that there was any connection whatever between us and you, except, of course, such arm's length connections as have arisen out of our drilling on farmouts from Exxon obtained by our operator partners.

I must confess that I did receive a call last fall from an irate lady demanding to know (1) what the heck I had done with Kern Tips, (2) did I or did I not intend to broadcast the Southwestern Conference football games on the radio this season and (3) if not, why the heck not. I tried to refer her to Exxon, but she would have none of it. She insisted that she had

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never heard of Exxon, and after a while I believed her. I tried patiently to explain to her about the change of your name, but she accused me of trying to put some big con on her. As I recall, her exact words were "I think you are spoofing me, young man". Considering this remark judiciously, in its entirety, and being forty-five years old, I decided to accept it as a compliment to my youthful albeit non-existent guile rather than as an insult to my integrity. I had the definite impression that if I could have given her any kind of encouragement whatever about a possible forthcoming resumption of the football broadcasts, she would have turned her radio up full blast, collapsed joyfully back into bed, privately continued her reminiscences about Sammy Baugh, Davey O'Brien, Ki Aldrich et al., and happily motored on forever.

A couple of years ago your people here in Dallas through postal error received one of our run checks, but they were kind enough to send it on to us after meticulously and exhaustively satisfying themselves that it represented production from a lease in which neither you nor any of your predecessors, subsidiaries, affiliates, etc. ever had any interest. The Exxon man apologized for opening our mail by mistake, explaining, rather wistfully I thought, "You know, we were once a Humble company". We have never received any of your run checks or mail but you may rest assured that if we do we shall forward them promptly and directly to you personally.

I do not believe you are quite accurate in stating that the public "has come to" identify Humble as the name used by your domestic affiliate. They once did so identify Humble Oil & Refining Company; they no longer do. The public has "gone from" Humble Oil & Refining Company to Exxon, not "come to" Humble Exploration Company, Inc.

I do not share your concern that the public will think our company is in some way affiliated with you because we do not deal in any way with the public; but if we did I might share your concern, and if it were well-founded I would certainly, acting solely in this company's selfish interests, do everything possible to dissipate any possible confusion.

I am constrained to point out that the possible confusion you are concerned with is apparently not shared by the Secretaries of State of Louisiana, New Mexico, Colorado, Wyoming, Montana, North Dakota or South Dakota, in all of which we are qualified to transact business and in all of which we have production.

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We have grown accustomed to our name, and respectfully decline to change it at your request. Stated somewhat more strongly, we doubt we would be willing to make an "even swap" of names with you even if you were to make such an offer.

We simply have always preferred "Humble" to "Exxon". Part of our attachment is sentimental. When my Grandmother was running Gulf's (and prior thereto Guffey's) operations in Texas from Beaumont during and after Spindletop, she hired some kid geologist who went on to find a bunch of oil for your predecessor and ended up as President of Humble Oil & Refining Company. The Lord only knows where you would be now if Grandmother hadn't hired that kid, trained him and then advised him to switch companies because Ben Bolt and some other older geologists she had could work up all the prospects she had budget enough to drill. But maybe, just maybe, you would have ended up like Mobil, forced into selling ladies' ready-to-wear, or like Gulf, bereft of meaningful reserves or control of crude both in the Permian Basin and in the Middle East, and, to boot, probably faced with increased premium costs on their directors' and officers' liability insurance policy.

I trust you are not offended by our preference to our name over yours. Just because we think you made a mistake in changing your name does not necessarily make it so. And even if it was a mistake we think you are now big enough to survive even more than one little mistake like this. Overall, we admire you greatly. In fact, we believe you guys have reached the point now where you are probably going to make it in a big way.

In all respects other than changing our name we remain,

Your humble and obedient friend,

HUMBLE EXPLORATION COMPANY, INC.

By: Pat S. Holloway
President

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P. S. If any of the foregoing arouses your ire or offends your dignity to the extent that you decide to revoke my Exxon credit card, please at least re-issue to me in lieu thereof my old Humble credit card so that I can purchase on credit some of the products and services that you presumably still market under the trademark registrations you neglected to enclose with your letter.

PSH