

Exhibit "A"
Legal Description

Fieldnotes for 722.342 acres

All that certain tract or parcel of land situated in Coryell County, Texas being 722.342 acres of land with 319.839 acres out of the W.J. Saunders Survey, A-1385, 55.800 acres out of the S.P. Railroad Survey, A-962, 247.455 acres out of the Levi T. Bostic Survey, A-57 and 99.248 acres out of the Martin Drehnan Survey, A-314 and being all of that 252 acre tract described in Deed to Jessie O. Smith per Vol 380, page 382 Coryell County Deed Records and all of those tracts described in Deed to J.T. Smith per Vol. 157, page 423 and Vol 152, page 401 and all of that 248.47 acre tract described in Deed to J.T. Smith and wife Jessie Smith by Deed dated April 20 1963 Coryell County Deed Records, said 722.342 acre tract described by metes and bounds as follows;

BEGINNING at a steel pipe found in the South line of Bull Branch Road, a County Road, the SEC of said 248.47 acre tract and the Southern-most SEC of this;

THENCE N71-56-46W (all GPS bearings) an unfenced line, at 425 feet a steel pin set for a reference point on the East high bank of Cowhouse Creek at 454.62 feet (Deed Call 213 Vrs/591.5 feet) a point in the centerline of said creek, an exterior corner of this;

THENCE up and along the centerline of said creek with its meanders as follows

N16-46-20W, 153.05 feet,
N65-29-28W, 157.91 feet,
S56-14-19W, 368.55 feet,
S79-00-07W, 1241.66 feet;
S34-00-17W, 175.98 feet, the SWC of said 248.47 acre tract and the SWC of this;

THENCE N03-01-06W leaving said creek at 184.89 feet a steel pin set on the North high bank of creek and continuing same course, at an additional 1261.54 feet a 6 inch cedar corner post anchored by two large rocks, an exterior corner of this;

THENCE along the top edge of a cliff with its meanders with steel pins set 5 feet north of turning points for references as follows;

N70-15-06E, 130.0 feet,
N89-25-50E, 170.46 feet,
N78-28-16E, 179.83 feet,
N84-32-00E, 138.85 feet,
N88-31-00E, 213.83 feet,
N83-07-00E, 169.40 feet, a steel pin set at the base of a corner post,

THENCE N15-02-25E along an old wire fence, at 103.0 feet a steel pin set at the base of a corner

post for a wire fence to contain cattle by the adjoining Smith-Morra Family Trust farm per Instrument No. 151270 said Deed Records.

THENCE N15-02-25E along fence, at 482.49 feet a steel pin set at a corner post and continue same course crossing entry points for said Smith-Morra house and barn tract from Bull Branch Road, a line distance of 351.16 feet to a steel pipe for a yard fence corner post, an interior corner of this;

THENCE N48-05-20W, along a crooked wire fence, at 377.66 feet a steel pipe set and continue same course an additional 334.62 feet, a steel pin set an exterior corner of this;

THENCE N13-32-23W along fence, at 1430.48 feet a steel pin set at the base of a 30 inch live oak tree, an exterior corner of this;

THENCE N10-32-58E along fence, at 602.72 feet a steel pin set at the base of a corner post, the NWC of said 248.47 acre tract and the NWC of this;

THENCE S72-52-28E along fence being generally common with the North line of the said Bostic Survey, at 3335 feet crossing into the said S.P. Railroad Survey, at 4537.27 feet a steel pin set at the base of a corner post, an interior corner of said 252 acre Jessie Smith tract and an interior corner of this;

THENCE N17-17-36E along the fenced West line of said Saunders Survey, at 1750.25 feet the NWC of same and an exterior corner of this;

THENCE S69-23-14E along fence being generally common with the North line of said Saunders Survey, at 1996.90 feet a steel pin set at the base of a corner post, an interior corner of this;

THENCE N17-14-02E along fence, at 2432.98 feet a steel pin set at the base of a crosstie for a corner post, the Northern-most NWC of this;

THENCE S72-12-32E along fence, at 1736.98 feet a steel pin found at the base of a corner post being in the West line of County Road 178W, the NEC of said 252 acre Jessie Smith tract and the NEC of this;

THENCE S16-49-05W along the fenced West line of said County road passing two house sites herein and continuing along fence, at 5856.36 feet a steel pin set at the base of a corner post, the SEC of 51.6 acre T.J. Smith tract and a SEC of this;

THENCE N72-54-50W along fence, at 542.25 feet a steel pin set at the base of a corner post, an interior corner of this;

THENCE S16-53-27W along fence, at 287.86 feet a steel pin set, the SEC of a 48 acre T.J. Smith

tract included herein and an exterior corner of this;

THENCE N73-24-00W along fence, at 2237.76 feet a steel pin found at the base of a corner post, an exterior corner of this;

THENCE N08-18-54E along fence, at 31.97 feet a steel pipe for a corner post, the NEC of the adjoining Matthew Clarke 164.395 acre tract per Instrument No. 186979 said Deed Records, said pipe an interior corner of this;

THENCE N73-28-12W along fence, at 2165.53 feet a steel pipe for a corner post, the NWC of said Clarke tract and an interior corner of this;

THENCE S18-18-18W along fence being generally common with the Bostic / A.B. Fleury Survey line, at 1041.49 feet a steel pipe for a corner post, an exterior corner of this;

THENCE along the occupied line of said Clarke tract with steel pipe for corners as follows;

S06-45-33W, 105.83 feet,

S79-28-48W, 65.90 feet,

S26-57-10W, 156.90 feet,

S66-42-34W, 253.38 feet,

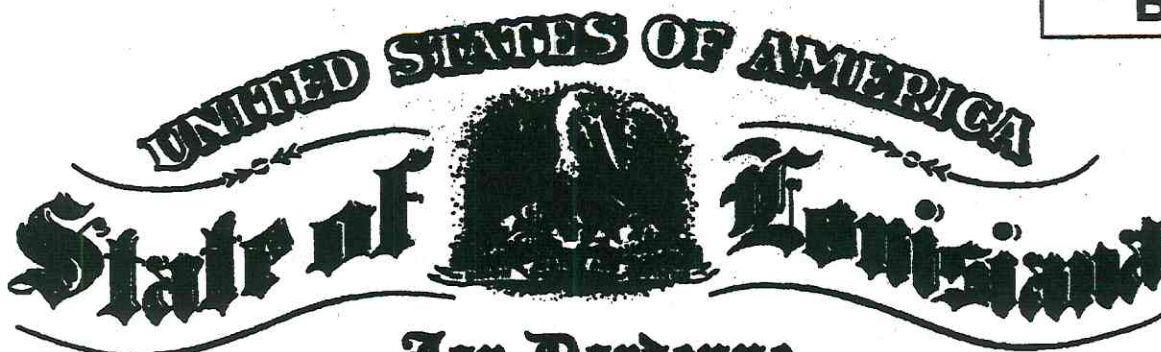
S42-00-01W, 142.47 feet,

S00-16-26E, 142.07 feet,

S08-41-56E, 22.31 feet, crossing Bull Branch Road.

S18-54-18W, 30.02 feet, the Point of Beginning and containing 722.342 acres of land.

EXHIBIT
B



Jay Dardenne
SECRETARY OF STATE

As Secretary of State of the State of Louisiana I do hereby Certify that

a copy of a Conversion Application of

THOMA-SEA BOAT BUILDERS, INC.

Organized under the laws of Louisiana,

Converting the corporation to a limited liability company, and changing the name to

THOMA-SEA BOAT BUILDERS, L.L.C.

Was filed and recorded in this Office on March 12, 2010, with an effective date of March 11, 2010.

In testimony whereof, I have hereunto set my
hand and caused the Seal of my Office to be
affixed at the City of Baton Rouge on,

March 12, 2010


Secretary of State

TP34351519K



Certificate ID: 10051797#JTL61

To validate this certificate, visit the following web site,
go to Commercial Division, Certificate Validation,
then follow the instructions displayed.
www.sos.louisiana.gov

STATE OF TEXAS
COUNTY OF CORYELL

I, Barbara Simpson, County Clerk in and for Coryell County, Texas do hereby certify that this instrument was filed for record in the volume and page of the Coryell County Public Records and of the time and date as stamped hereon by me.



BARBARA SIMPSON, CLERK
CORYELL COUNTY, TEXAS

Barbara Simpson

FILED FOR RECORD
AT 445 O'CLOCK P M

AUG 23 2010

Barbara Simpson
COUNTY CLERK, CORYELL CO., TEXAS

239469

Barbara Simpson

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

WARRANTY DEED

Date: January 20, 2011

Grantor: Three-Creek Ranch, L.L.C.
Grantor's Address: 1874 Industrial Blvd.
Houma, LA 70360

Grantee: Smith-Morra Family Trust, Stacy Smith and Kevin Morra, Joint Co-Trustees
Grantee's Address: 1000 Bull Branch Road
Purmela, Texas 76566

Consideration: The sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration the receipt of which is hereby acknowledged.

Property: All that certain tract or parcel of land situated in Coryell County, Texas being 2.712 acres of land out of the Levi T. Bostic Survey, A-57 and being a part of that 722.342 acres tract described in Deed to Thoma-Sea Boat Builders Inc. per Instrument No. 217628 Coryell County Deed Records, said 2.712 acres tract described by metes and bounds as follows on Exhibit "A".

Reservations From and Exceptions to Conveyance and Warranty: This conveyance, however, is made and accepted subject to any and all validly existing encumbrances, conditions and restrictions, relating to the hereinabove described property as now reflected by the records of the County Clerk of Coryell County, Texas.

GRANTOR, for the consideration and subject to the reservations from and exceptions to conveyance and warranty, grants, sells, and conveys to Grantee the property, together with all and singular the rights and appurtenances thereto in any wise belonging, to have and hold it to Grantee, Grantee's heirs, executors, administrators, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs, executors, administrators, and successors to warrant and forever defend all and singular the property to Grantee and Grantee's heirs, executors, administrators, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the reservations from and exceptions to conveyance and warranty.

Three-Creek Ranch, L.L.C.


By: Robert J. Thomassie, Sr., Managing Director

Preparation of this instrument
does not in any manner
constitute an opinion or
guarantee as to the title of this
property in grantor or grantee

(Acknowledgment)

STATE OF TEXAS §
COUNTY OF CORYELL §

This instrument was acknowledged before me on the 20th day of January, 2011, by Robert J. Thomassie, Sr., Managing Director of Three-Creek Ranch, L.L.C.



Leslie N. Gively
Notary Public, State of Texas



SHOCKLEY ENGINEERING AND SURVEYING

200 S. RICE AVE. HAMILTON, TEXAS 76531

OFFICE PH. 254-386-8580

FIELD NOTES

THE STATE OF TEXAS

CORYELL COUNTY

All that certain tract or parcel of land situated in Coryell County, Texas being 2.712 acres of land out of the Levi T. Bostic Survey, A-57 and being a part of that 722.342 acres tract described in Deed to Thoma-Sea Boat Builders INC per Instrument No. 217628 Coryell County Deed Records, said 2.712 acres tract described by metes and bounds as follows;

BEGINNING at a steel pipe for a corner post being in the East line of Bull Branch Road and being N19-34W, 2198 feet from the SEC of said 722.342 acres tract, said pipe the NEC of this;

THENCE S56-06-42W, (all GPS bearings) an unfenced line crossing said road, at 467.99 feet a 3/8" steel pin with cap set in the fenced West line of the adjoining Smith-Morra Family Trust 289.85 acres tract at a barn site thereon, said pin the SWC of this;

THENCE N16-25-46E along fence, at 374.37 feet a 3/8" steel pin with cap set, an interior corner of this;

THENCE N 48-03-07W along fence, at 712.99 feet a steel pin set an exterior corner of this;

THENCE N11-57-34W crossing a gateway, at 25.47 feet a steel pipe for a corner post, the NWC of this;

THENCE S56-19-53E, 539.67 feet and S50-51-00E, 475.84 feet along a high game fence with steel pipe for corner post to the Point of Beginning and containing 2.712 acres of land.

Surveyed 23 Nov. 2010
For, Troy Smith

Rodman, Brandon Buffe

I, Harold J. Shockley, Registered Professional Land Surveyor of the State of Texas do hereby state that the foregoing survey was made by me, on this date, on the ground and that the corners are marked as indicated in the field notes and on the plat attached hereto. I also state that to the best of my professional knowledge and belief that there are no shortages of area, that there are no encroachments, protrusions, visible easements, or flood hazards, except as shown and that the property has access to a public road.



Harold J. Shockley
Registered Prof. Land Surveyor
No. 2286 of Texas



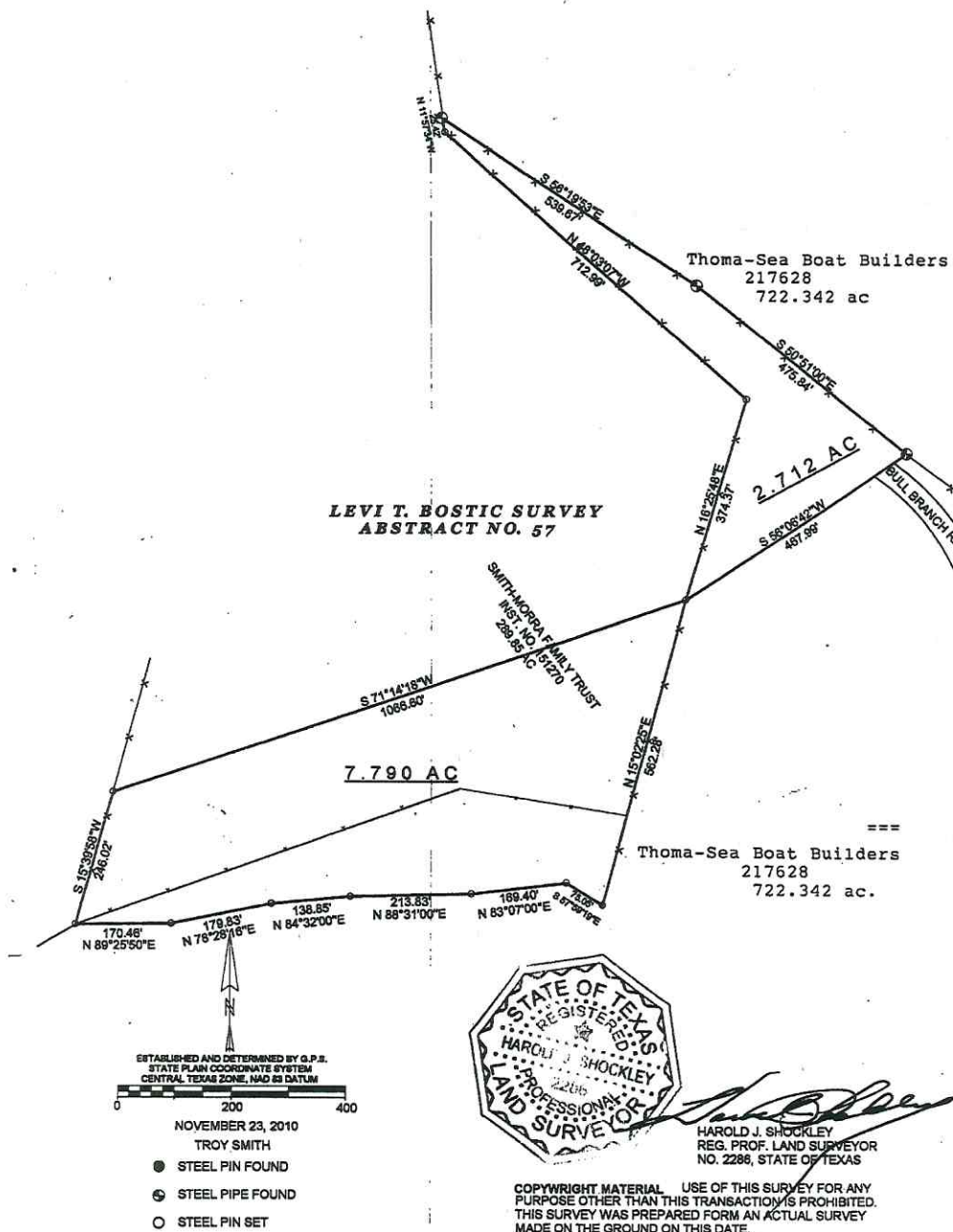
SHOCKLEY ENGINEERING AND SURVEYING

200 S. RICE AVE. HAMILTON, TEXAS 76531
OFFICE PH. 254-388-8580

THE STATE OF TEXAS

CORYELL COUNTY

Plat showing survey of 2.712 acres of land, Levi T. Bostic Survey, A-57, Coryell County, Texas.



HAROLD J. SHOCKLEY
REG. PROF. LAND SURVEYOR
NO. 2286, STATE OF TEXAS

COPYRIGHT MATERIAL. USE OF THIS SURVEY FOR ANY
PURPOSE OTHER THAN THIS TRANSACTION IS PROHIBITED.
THIS SURVEY WAS PREPARED FROM AN ACTUAL SURVEY
MADE ON THE GROUND ON THIS DATE.

STATE OF TEXAS
COUNTY OF CORYELL
I, Barbara Simpson, County Clerk in and for Coryell
County, Texas do hereby certify that this instrument
was filed for record in the volume and page of
the Coryell County Public Records and of the time
and date as stamped hereon by me.



BARBARA SIMPSON, CLERK
CORYELL COUNTY, TEXAS

Barbara Simpson

FILED FOR RECORD
AT 4 O'CLOCK P M

MAR 08 2011

Barbara Simpson
COUNTY CLERK, CORYELL CO., TEXAS

244103

4/28/11

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

WARRANTY DEED

Date: January 20, 2011

Grantor: **Smith-Morra Family Trust, Stacy Smith and Kevin Morra, Joint Co-Trustees**

Grantor's Address: **1000 Bull Branch Road
Purmela, Texas 76566**

Grantee: **Three-Creek Ranch, L.L.C.**

Grantee's Address: **1874 Industrial Blvd.
Houma, LA 70360**

Consideration: The sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration the receipt of which is hereby acknowledged.

Property: All that certain tract or parcel of land situated in Coryell County, Texas being 7.790 acres of land out of the Levi T. Bostic Survey, A-57 and being a part of that 289.85 acres tract described in Deed to Smith-Morra Family Trust per Instrument No. 151270, Coryell County Deed Records, said 7.790 acres tract described by metes and bounds as follows on Exhibit "A".

Reservations From and Exceptions to Conveyance and Warranty: This conveyance, however, is made and accepted subject to any and all validly existing encumbrances, conditions and restrictions, relating to the hereinabove described property as now reflected by the records of the County Clerk of Coryell County, Texas.

GRANTOR, for the consideration and subject to the reservations from and exceptions to conveyance and warranty, grants, sells, and conveys to Grantee the property, together with all and singular the rights and appurtenances thereto in any wise belonging, to have and hold it to Grantee, Grantee's heirs, executors, administrators, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs, executors, administrators, and successors to warrant and forever defend all and singular the property to Grantee and Grantee's heirs, executors, administrators, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the reservations from and exceptions to conveyance and warranty.

Smith-Morra Family Trust



By: Stacy Smith, Joint Co-Trustee



By: Kevin Morra, Joint Co-Trustee

Preparation of this instrument
does not in any manner
constitute an opinion or
guarantee as to the title of this
property in grantor or grantee

(Acknowledgment)

STATE OF TEXAS §
COUNTY OF CORYELL §

This instrument was acknowledged before me on the 21st day of January, 2011, by Stacy Smith and Kevin Morra, Joint Co-Trustees of the Smith-Morra Family Trust.



Leslie N. Snively
Notary Public, State of Texas



SHOCKLEY ENGINEERING AND SURVEYING

200 S. RICE AVE. HAMILTON, TEXAS 76531
OFFICE PH. 254-388-8580

FIELD NOTES

THE STATE OF TEXAS

CORYELL COUNTY

All that certain tract or parcel of land situated in Coryell County, Texas being 7.790 acres of land out of the Levi T. Bostic Survey, A-57 and being a part of that 289.85 acres tract described in Deed to Smith-Morra Family Trust per Instrument No. 151270, Coryell County Deed Records, said 7.790 acres tract described by metes and bounds as follows;

BEGINNING at a 3/8" steel pin with cap set in a wire fence at the top of a bluff being N01-46E, 1489 feet from the SEC of said 289.85 acres tract, said pin the SWC of this;

THENCE along an unfenced North line of a 722.342 acres tract described in Deed to Thoma-Sea Boat Builders, INC per Instrument No. 217628 said Deed Records as follows; (all GPS bearings)

N89-25-50E, 170.46 feet;

N78-28-16E, 179.83 feet,

N64-32-00E, 138.85 feet,

N88-31-00E, 213.83 feet,

N83-07-00E, 169.40 feet,

S57-59-19E, 75.05 feet, an interior corner of said 722.342 acres tract and the SEC of this;

THENCE N15-02-25E along fence, at 562.28 feet a 3/8" steel pin set, the NEC of this;

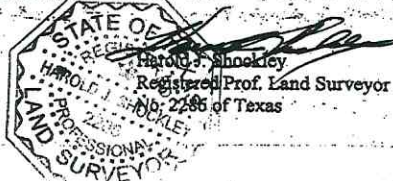
THENCE S71-14-18W, an unfenced line, at 1066.60 feet a 3/8" steel pin with cap set in a wire fence, said pin the NWC of this;

THENCE S15-39-58W along fence, at 246.02 feet the Point of Beginning and containing 7.790 acres of land.

Surveyed; 23 Nov. 2010
For, Troy Smith

Rodman; Brandon Buffe

I, Harold J. Shockley, Registered Professional Land Surveyor of the State of Texas do hereby state that the foregoing survey was made by me, on this date, on the ground and that the corners are marked as indicated in the field notes and on the plat attached hereto. I also state that to the best of my professional knowledge and belief that there are no shortages of area, that there are no encroachments, protrusions, visible easements, or flood hazards, except as shown and that the property has access to a public road.





239469

WARRANTY DEED

Date: August 5, 2010

Grantor: **THOMA-SEA BOAT BUILDERS, L.L.C.**, a Louisiana limited liability company, as successor in interest to **Thoma-Sea Boat Builders, Inc.** a Louisiana corporation, pursuant to that certain conversion filed with the Louisiana Secretary of State on March 12, 2010, effective March 11, 2010, a copy of which is attached hereto and made a part hereof as Exhibit "B," represented herein by Robert J. Thomassie, Sr., its Sole Member and Manager.

Address: 1874 Industrial Blvd.
Houma, LA 70360

Grantee: **THREE - CREEK RANCH, L.L.C.**
Address: 1874 Industrial Blvd.
Houma, LA 70360

Consideration: The sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration the receipt of which is hereby acknowledged. .

Property: All that certain tract or parcel of land situated in Coryell County, Texas being 722.342 acres of land with 319.839 acres out of the W.J. Saunders Survey, A-1385, 55.80 acres out of the S.P., Railroad Survey, A-962, 247.455 acres out of the Levi T. Bostic Survey, A-57 and 99.248 acres out of the Martin Drehnan Survey, A-314, and more particularly described in Exhibit A, attached.

Reservations From and Exceptions to Conveyance and Warranty: The prior reservation of oil, gas, and other minerals described in (i) Warranty deed dated May 12, 2008 from TJ Smith Ranch, Ltd. to Thoma-Sea Boat Builders, and (ii) Warranty deed dated November 8, 2006 from David A. Johnson, et al to TJ Smith Ranch, Ltd, recorded in Clerk's file No. 200772, Public Records of Coryell County, Texas.

This conveyance is also made and accepted subject to any and all validly existing encumbrances, conditions and restrictions, relating to the hereinabove described property as now reflected by the records of the County Clerk of Coryell County, Texas; any discrepancies, conflicts, or shortages in area or boundary lines or any encroachments or protrusions, or any overlapping of improvements.


GRANTOR, for the consideration and subject to the reservations from and exceptions to conveyance and warranty, grants, sells, and conveys to Grantee the property, effective May 1, 2010, together with all and singular the rights and appurtenances thereto in any wise belonging, to have and hold it to Grantee, Grantee's heirs, executors, administrators, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs, executors, administrators, and successors to warrant and forever defend all and singular the property to Grantee and Grantee's heirs, executors, administrators, and successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the reservations from and exceptions to conveyance and warranty.

This conveyance and transfer is made as a contribution by Grantor to the capital of Grantee in return for the issuance of 100% of the Membership Interest in Grantee and Grantor acknowledges the receipt and sufficiency of such consideration, to have and hold the described property in full ownership.


**STATE OF LOUISIANA
PARISH OF EAST BATON ROUGE**

THUS DONE AND PASSED, by Grantor and Grantee, before the undersigned notary and competent witnesses, on August 5, 2010.

Witnesses:



Print Name: Gerard M. Thomassie



Print Name: Walter J. Thomassie

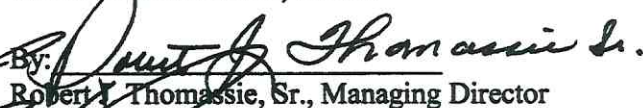
Grantor:

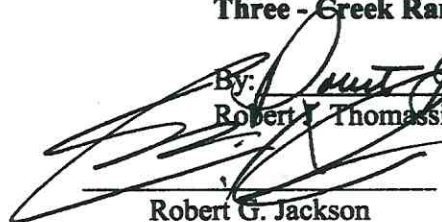
Thoma-Sea Boat Builders, L.L.C.

By: 
Robert J. Thomassie, Sr., Sole Member/Manager

Grantee:

Three - Creek Ranch, L.L.C.

By: 
Robert J. Thomassie, Sr., Managing Director



Robert G. Jackson

Notary Public

La. Bar # 7200

Commission Expires: Upon Death