

MaMay 5, 2017

VIA EFILE

Probate Clerk
Travis County Probate Court
Travis County court House
100 Guadalupe, Room 217
Austin, TX 78701

In Re: In Re Tel Offshore Trust; Cause No. C-1-PB-14-001245; In the Probate Court of Travis County, Texas

Dear Clerk:

Attached for e-filing with the Court please find a proposed Order Approving Attorney Ad Litem's May 2017 Fee Application.

I am also paying the \$2.00 fee for the signature for the Order.

Thank you for your assistance with this filing.

Sincerely,



Daniel C. Bitting

DCB:mlp
Enclosure

NO. C-1-PB-14-001245

IN RE: § IN THE PROBATE COURT
§
§ NO. 1 OF
§
TEL OFFSHORE TRUST § TRAVIS COUNTY, TEXAS

**Order Approving Attorney Ad Litem's
May 2017 Fee Application**

Came on to be heard Attorney Ad Litem's May 2017 Fee Application (the "Application") of Glenn M. Karisch ("Ad Litem"), appointed by this Court as attorney ad litem to defend the interests of the unit holders of TEL Offshore Trust (the "Trust"), who were served by publication and did not answer or appear in this proceeding. The Court finds that the following proceedings involving the Trust are related and are collectively referred to as the "Litigation"):

1. Cause No. C-1-PB-14-001245, styled *In Re TEL Offshore Trust*, in the Probate Court No. 1 of Travis County, Texas (the "Original Action");
 2. Cause No. C-1-PB-16-000096 styled *In re: TEL Offshore Trust*, in the Probate Court No. 1 of Travis County, Texas (the "First Severed Action");
 3. Cause No. C-1-PB-17-000121 styled *In re: TEL Offshore Trust* (the "Second Severed Action");
 4. Cause No. C-1-PB-17-000132 styled *In re TEL Offshore Trust Qualified Settlement Fund* (the "Third Severed Action");
 5. Cause No. 16-0994; *In re Trustees of the TEL Offshore Trust, Relators*, In the Supreme Court of Texas (the "Supreme Court Mandamus Proceeding");
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6. Cause No. 93-16-00764-CV; In re Trustees of the TEL Offshore Trust, Relators, in the Third Court of Appeals, Austin, Texas (the “Court of Appeals Mandamus Proceeding”); and
7. any other severed action or proceeding that arises from or relates to the Original Action, the First Severed Action, the Second Severed Action, or the Third Severed Action.

The Court further finds that the amount noted below is reasonable for fees and expenses of Ad Litem, that Ad Litem should be awarded such amount to be taxed as costs; and that the trustees of the Trust should be ordered to pay such amount now from the segregated account holding the proceeds of the sale of the Trust’s Overriding Royalty Interest pursuant to the Final Judgment and Order of this Court dated January 15, 2016, in the First Severed Action, before the Trustee transfers the funds remaining in the segregated account to Karl Johnson, trustee of the TEL Offshore Trust Qualified Settlement Fund, pursuant to the terms of the parties’ settlement.

IT IS, THEREFORE, ORDERED that Ad Litem is awarded \$_____ in fees and \$_____ in expenses, as follows:

Invoice	Amount Requested	Amount Approved
The Karisch Law Firm, PLLC	\$40,110.00	
Scott, Douglass & McConnico	\$172,935.15	
William M. Cobb & Associates, Inc.	\$18,939.70	
Eggleston & Briscoe, LLP	\$28,835.28	

IT IS FURTHER ORDERED that these fees and expenses are to be taxed as costs and that the trustees of the Trust are ordered to pay such amount within three business days from the segregated account holding the proceeds of the sale of the Trust’s Overriding Royalty Interest pursuant to the Final Judgment and Order of this Court in the First Severed Action, before the Trustee transfers the funds remaining in the segregated account to Karl Johnson, trustee of the TEL Offshore Trust Qualified Settlement Fund, pursuant to the terms of the parties’ settlement.

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Signed this ____ day of _____, 2017.

Judge Presiding