



**WOODBINE ACQUISITION LLC AND
WOODBINE HOLDINGS LLC
ANNOUNCE PURCHASE OF ASSETS FROM MANTI EQUITY PARTNERS AND
ISSUANCE OF \$40,000,000 AGGREGATE PRINCIPAL AMOUNT OF 15%
UNSECURED NOTES DUE 2017**

FORT WORTH, TEXAS, December 20, 2012 – On December 19, 2012, Woodbine Acquisition LLC (the “*Company*”) entered into an agreement with Manti Equity Partners LP (“*Manti*”) for the purchase of and subsequent joint development and operation of certain of Manti’s oil and natural gas assets located in the Woodbine Sand formation in Texas.

Pursuant to a Purchase and Sale Agreement (“*PSA*”), Manti sold to the Company a 50% interest in its oil and natural gas assets in Brazos and Madison counties, Texas. In connection with the PSA, Manti and the Company entered into a Joint Development Agreement (“*JDA*”) to provide for the joint funding, development and operations of the properties subject to the transaction. Manti received a purchase price of \$22 million at closing. In addition, the Company is funding an additional \$8.75 million of capital costs to be incurred in connection with the development of the properties, with the Company paying 75% of the costs to the production point until the \$8.75 million commitment is satisfied. The Company and Manti will share equally in additional leasehold and asset acquisition opportunities in the area surrounding the subject properties.

On December 19, 2012, Woodbine Holdings LLC (“*Holdings*”), the sole member of the Company, issued \$40 million aggregate principal amount of 15% Unsecured Notes due 2017 (the “*Unsecured Notes*”) pursuant to the Note Purchase Agreement entered into by Holdings and the purchasers party thereto, dated on December 19, 2012. The Note Purchase Agreement provides that Holdings may make quarterly interest payments in kind by the issuance of additional Unsecured Notes, or Holdings may exercise its option to make quarterly interest payments on the Unsecured Notes in cash at an interest rate of 13% per annum.

The Unsecured Notes were sold to institutional accredited investors pursuant to an exemption from registration under the Securities Act of 1933, as amended. The Unsecured Notes have not been and will not be registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration under the Securities Act.

The proceeds from the sale of the Unsecured Notes will be contributed by Holdings to the Company as a capital contribution to fund the acquisition and development of the properties subject to the PSA and the JDA.

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