

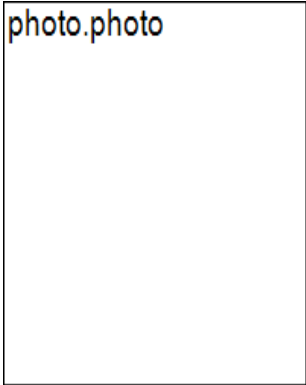
Gaye Lentz Counsel

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Gaye Lentz is counsel in Alston & Bird's Corporate & Business Transactions Group. She focuses her practice on oil and gas transactions, including acquisitions and dispositions of oil and gas properties, and agreements relating to all aspects of upstream and midstream operations. Her energy experience includes transactions involving upstream and midstream assets located in resource plays involving the Permian, Eagle Ford, Marcellus, Utica, Bakken, Barnett, Haynesville, and other shale formations, as well as in other domestic onshore and offshore exploration areas. She has served as counsel to energy companies in the bankruptcy context, including 363 sale processes and mineral lien disputes.

Gaye also represents clients in state regulatory matters, including issues involving drilling permits, field rules, force pooling, pipeline permits and tariffs, and saltwater disposal permits.

Before law school, Gaye worked as a petroleum engineer for a leading independent exploration and production company.

Representative Experience

Upstream

- Represented a privately held oil and gas company in the sale of Bakken Shale assets for \$1.8 billion.
- Represented a privately held oil and gas company in the sale of Mid-Continent assets to master limited partnership (MLP) for \$552 million.
- Represented a privately held oil and gas company in the sale of Eagle Ford Shale assets to an MLP for \$340 million in cash and stock.
- Represented a privately held oil and gas company in the sale of Eagle Ford Shale assets to an international oil and gas company for \$117.5 million.
- Represented a privately held oil and gas company in the formation of a drilling partnership with a private equity firm to develop Eagle Ford Shale assets.
- Represented a privately held oil and gas company in the acquisition of Permian Basin assets from a public company for \$150 million.
- Represented a privately held oil and gas company in the acquisition of Haynesville Shale assets for \$160 million.
- Represented a privately held oil and gas company in the acquisition of Appalachian assets for \$100 million.
- Represented a privately held oil and gas company in the acquisition of Permian Basin assets for \$65 million.
- Represented a privately held oil and gas company in the acquisition of Eagle Ford Shale assets for \$58 million.

- Represented a privately held oil and gas company in the sale of Permian Basin and Barnett Shale assets to a public company for \$58 million.
- Represented an international oil and gas company in the sale of South Texas assets.
- Represented a privately held oil and gas company in the acquisition of assets and the negotiation of an exploration agreement in the Illinois Basin.
- Represented a partnership between a private equity firm and a major service company in the negotiation of multiple participation agreements in the Rocky Mountain region and the offshore Gulf of Mexico region.
- Representing oil and gas producers and oilfield service companies in the negotiation of master service agreements and drilling contracts.
- Representing oil and gas producers in the preparation and negotiation of production sharing agreements and allocation well applications.

Midstream

- Represented a privately held oil and gas company in a joint venture providing crude gathering and transportation services in the Permian Basin.
- Represented a privately held oil and gas company in a joint venture providing gas gathering and processing services in the Powder River Basin.
- Represented an international oil and gas company regarding the midstream products agreements related to the sale of its joint venture Eagle Ford Shale midstream business to a midstream MLP for \$2.15 billion.
- Represented private equity backed oil and gas companies in the negotiation of crude, gas, and water dedication agreements in the Permian and Delaware Basins.
- Represented a privately held oil and gas company regarding the natural gas purchase and marketing agreements related to its purchase of Haynesville Shale assets for \$850 million.
- Represented a privately held oil and gas company in Eagle Ford crude oil gathering and transportation agreements and gas gathering, processing, and purchase agreements.
- Represented a midstream company in crude oil gathering, gas gathering, and gas processing agreements, and saltwater disposal joint venture agreements in the Permian Basin.
- Represented a midstream company in Haynesville Shale rich and dry gas gathering agreements.
- Represented a privately held oil and gas company in gas gathering and processing joint venture agreements in the Northern Louisiana Salt Basin.
- Represented a subsidiary of a public company in the acquisition of a 50 percent interest in natural gas and crude oil midstream assets in the Bakken for \$60 million.
- Represented a private equity firm in its entrance into two parallel joint ventures with the owners and operators of saltwater disposal facilities, for the purpose of expanding saltwater disposal operations in the Permian Basin and Eagle Ford Shale and expanding the breadth of services available at those facilities by providing onsite solid waste removal and disposal capabilities.

Regulatory

- Represented oil and gas operators in contested well spacing, field rule, and qualified subdivision hearings at the Railroad Commission of Texas.
- Represented a municipal utility in appeals of gas utility rate cases at the Railroad Commission of Texas.

- Represented industrial customers in electric rate cases and stranded cost true-up proceedings before the Public Utility Commission of Texas and in subsequent appeals in state court.
- Represented an investor-owned water utility before the Texas Commission on Environmental Quality.
- Advising clients on permitting issues at the Railroad Commission of Texas, including drilling, pipeline, and waste disposal permits.
- Advising clients on common carrier and gas utility regulation at the Railroad Commission of Texas.

Publications & Presentations

Publications

- “Legal Developments Affecting the Oil and Gas Exploration and Production Industry,” *Rocky Mountain Mineral Law Foundation Journal*, 2011-2019.
- “Courts Address Important Questions About Allocation Wells in Texas,” *The Texas Lawbook*, February 12, 2014.

Presentations

- “Exploring the Basins: 2020 Outlook,” Kayo Conference Series, July 8, 2020.

Professional & Community Engagement

- American Bar Association, Oil and Gas Section, former vice chairman of technology, 2009-2011
- Rocky Mountain Mineral Law Foundation
- Society of Petroleum Engineers
- Austin Bar Association
- Austin Women in Oil and Gas, former board member, 2016-2018

Education

- University of Texas (J.D., 2000)
- Texas A&M University (B.S., 1995)

Admitted to Practice

- Texas

Related Services

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