AMEN PROPERTIES

2019 First Quarter Report

Consolidated Financial Statements
Periods Ended March 31, 2019 (Unaudited)
and 2018 (Unaudited)
 # Shares Outstanding at 3/31/19: 53,146

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COMPANY OVERVIEW

Background

Amen Properties was originally incorporated under the name DIDAX in 1997 and soon thereafter began doing business as Crosswalk.com. For several years the company operated one of the leading Christian sites on the web, *crosswalk.com*. In late 2002, on the brink of insolvency, the Company sold almost all of its assets and changed its name to Amen Properties.

Amen Properties is a Christian corporation that donates 10% of its net earnings to Christian causes.

Strategic Asset: Net Operating Loss Carryforward

The Company was unprofitable from its inception through 2002, amassing a **cumulative net operating loss of approximately $30 million**. This NOL can be used to offset prospective taxable income and eliminate the Company's Federal income tax liability.

Evolution of Strategy – Increasing Focus on Energy

Real Estate

Having sold all of the its assets except for the tax NOL, the Company embarked on a new business strategy in 2002 focused on real estate investments in secondary and out-of-favor markets. The Company acquired an 18% interest in an entity which owns over 200 thousand square feet of office space located in Midland, Texas but was unable to find additional viable real estate investment opportunities. Consequently, the Company decided to maintain its relatively small investment in real estate and focus on other areas for growth.

In December 2014, the Company sold its interest in the Midland office buildings; its only remaining real estate asset is an 18% interest in a parking lot in downtown Midland (the "Superblock").

Energy Services

In 2003 deregulation of the Texas electricity market, the largest electricity market in the United States, created numerous opportunities for growth. The Company decided to approach this market in two ways:

- **Retail Electricity Provider (REP)**: In 2004 the Company started a REP named W Power. As a REP, W Power sold electricity and provided the related billing, customer service and collection services to residential and commercial customers. ***In June of 2008 the Company decided to shut down the operations of W Power due to the significant credit requirements imposed on REP's by the State of Texas and adverse changes in the business climate of the Texas retail electricity market.***
- **Energy Management and Consulting**: In 2006 the Company acquired Priority Power, one of the leading electricity aggregation, brokering and consulting firms in the State of Texas, for a total purchase price of $3.5 million. Priority provides services to its customers in the areas of load aggregation, natural gas and electricity procurement, energy risk management, and energy consulting in both regulated and deregulated domestic markets. ***In October of 2010, the Company sold Priority Power to its management team.***

Energy Resources

One of the elements of the Company's revised business plan was to tap into the oil and gas expertise possessed by several of its Directors to acquire profitable oil and gas-related assets. The Company owns a number of oil and gas royalty and working interests in several states, including those acquired from the former Santa Fe Energy Trust in 2007:

- **Santa Fe Energy Trust Assets**: in December 2007 the Company acquired a one-third interest in the royalty (SFF Royalty, LLC) and working (SFF Production, LLC) interests formerly owned by the Santa Fe Energy Trust for a total purchase price of $10 million. In December 2008 the Company increased its ownership of SFF Production to approximately 79% for an additional investment of $6.9 million. In December 2014, the Company purchased the remaining shares of SFF Production for a total purchase price of $1.3 million and now owns 100%.

People

Amen's Board of Directors

Eric L. Oliver was appointed as a director of AMEN in July 2001 and was appointed Chairman of the Board on September 19, 2002. Mr. Oliver was elected to the Board of Texas Mutual Insurance Company in 2009. He is founder of Softvest LP in Abilene and serves on the board of ACIMCO, Abilene Christian University's endowment management company.

Jon M. Morgan was appointed as a director of AMEN in October 2000 and is the Chairman and CEO of Anthem Oil and Gas, Inc. based in Midland Texas. Mr. Morgan principally founded and has been actively involved in over a dozen companies involved in real estate, oil and gas, minor league sports, geophysical services, financial services, data management, power procurement and the internet.

Bruce E. Edgington has been director of AMEN since November 1997. From 1979 through 1988, Mr. Edgington was a registered representative with Johnston Lemon & Co., a securities broker-dealer, where his responsibilities included the management of retail securities accounts and administration. In 1988 he founded and continues to be an officer, director and stockholder of DiBiasio & Edgington, a firm engaged in providing software to investment firms and money managers. He currently serves as a director for wireless charging firm Momentum Dynamics.

G. Randy Nicholson was appointed to the Board of Directors on February 26, 2003. He graduated from Abilene Christian College in 1959. From 1959 to 1971, Mr. Nicholson was self-employed in Abilene as a CPA. In 1971, he established E-Z Serve, Inc., a gasoline marketing company. Mr. Nicholson served as Chairman of the Board of Auto-Gas Systems, Inc. from 1987 until the sale of the company in 2018. AutoGas developed pay-at-the pump technology and introduced innovative technological advancements in the automated fueling industry including loyalty products such as DIGITAL REWARDS and Fuel Rewards (operated by Shell). He joined the Board of Trustees of Abilene Christian University in 1981 and served for 29 years. Mr. Nicholson is a member of the Texas Society of Certified Public Accountants and an honorary member of the American Institute of Certified Public Accountants (AICPA). He is presently serving as a director of ACIMCO, Abilene Christian University's endowment management company.

Management Team

Kris Oliver was appointed Chief Financial Officer of the Company on March 7, 2007. Mr. Oliver is a Certified Public Accountant and began his career in the Audit Practice of Arthur Andersen, where he left as an Audit Senior in 1990. After receiving an MBA in Finance from the University of Texas at Austin in 1992, Mr. Oliver spent 14 years at American Airlines / Sabre in a variety of roles including Corporate Finance, Business Development, Marketing and Sales. Just prior to joining the Company, Mr. Oliver was a Senior Financial Advisor with Technology Partners International, the world's largest outsourcing advisory firm. Mr. Oliver served on the Richardson ISD Board of

Trustees from 2010 through 2017 and is the brother of Eric Oliver, the Company's Chairman of the Board of Directors.

MANAGEMENT DISCUSSION and ANALYSIS
2019 FIRST QUARTER FINANCIAL RESULTS

Operating

The Company recognized $860 thousand in oil and gas revenue for the quarter, a decrease of 54% versus the same quarter in 2018 resulting from declines in production and commodity prices.

Investments / Other

During the quarter, the Company recognized the following transactions related to investment income:

- $166 thousand of equity income and cash distributions totaling $225 thousand in connection with its investment in SFF Royalty, LLC.
- $178 thousand in interest income, primarily from corporate debt holdings.
- $698 thousand gain on sale of a leasehold interest.

Amen's Board approved a plan in 2012 whereby the Company will no longer hedge the revenue stream associated with its oil and gas royalties. The Board reached this decision based on reduced cash flow risk associated with the retirement of the Company's debt in 2011. The Company has notified shareholders that they now hold an unhedged long oil and gas position and should pursue their own hedging strategy if they are uncomfortable with that risk.

Net Income / Dividends

The Company recognized Net Income of $687 thousand for the quarter versus $1.6 million for the same quarter in 2018. The decrease in earnings is attributable to the reduction in oil and gas operating revenue discussed above.

The Company declared a regular dividend of $20 per common share and tithing dividend of $9.30 per common share during the quarter and anticipates making regular quarterly dividends to common stockholders, the amount of which will be largely determined by fluctuations in commodity prices for oil and gas.

AMEN Properties, Inc. and Subsidiaries
CONSOLIDATED BALANCE SHEETS

ASSETS

	March 31 2019 (Unaudited)	December 31, 2018 (Unaudited)
CURRENT ASSETS		
Cash and Cash Equivalents	$ 8,149,679	$ 7,421,496
Accounts Receivable, net of allowance	450,881	502,120
Marketable Securities (available for sale)		
Gross	1,280,535	1,280,535
Mark to market	953,215	2,106,965
Net	2,233,750	3,387,500
Other Current Assets	210,463	53,900
Total Current Assets	11,044,773	11,365,016
PROPERTY AND EQUIPMENT	7,837	8,420
INVESTMENT IN SFF ROYALTY	118,585	177,146
OIL AND GAS ROYALTY AND WORKING INTERESTS	1,726,256	2,208,596
INVESTMENT IN REAL ESTATE	400,710	400,710
OTHER ASSETS		
Deposits and Other Assets	19,727	4,899
Total Other Assets	19,727	4,899
TOTAL ASSETS	$ 13,317,888	$ 14,164,787

LIABILITIES AND STOCKHOLDERS' EQUITY

	March 31 2019 (Unaudited)	December 31, 2018 (Unaudited)
CURRENT LIABILITIES		
Accounts Payable	1,328,710	136,621
Accrued Liabilities	210,430	225,930
Accrued Dividends	-	494,507
Total Current Liabilities	1,539,140	857,058
STOCKHOLDER'S EQUITY		
Common Stock, $.01 par value; 20,000,000 shares authorized; 53,146 shares issued and outstanding at March 31, 2019 and December 31, 2018, respectively	531	531
Treasury Stock, at cost	(446,755)	(446,755)
Additional Paid-in Capital	54,942,016	54,942,016
Accumulated Deficit	(43,670,259)	(43,295,028)
Accumulated Other Comprehensive Income	953,215	2,106,965
Total Stockholders' Equity	11,778,748	13,307,729
TOTAL LIABILITIES AND EQUITY	$ 13,317,888	$ 14,164,787

The accompanying notes are an integral part of these consolidated financial statements.

AMEN Properties, Inc. and Subsidiaries
CONSOLIDATED STATEMENTS OF OPERATIONS

	Three Months Ended March 31	
	2019 (Unaudited)	2018 (Unaudited)
OPERATING REVENUE		
Oil and Gas Revenue	$ 859,873	$ 1,885,350
Total Operating Revenue	859,873	1,885,350
OPERATING EXPENSE		
Oil and Gas Operations	464,187	423,569
General and Administrative	191,604	228,765
Depreciation, Amortization and Depletion	546,143	940,817
Total Operating Expenses	1,201,934	1,593,151
INCOME/(LOSS) FROM OPERATIONS	(342,061)	292,199
OTHER INCOME (EXPENSE)		
Interest Income (Expense)	177,885	158,473
Income from SFF Royalty	166,439	283,969
Other Income	698,199	831,073
Total Other Income	1,042,523	1,273,515
INCOME BEFORE TAXES	700,462	1,565,714
Franchise and Income Taxes	(13,021)	(13,100)
NET INCOME	$ 687,441	$ 1,552,614

The accompanying notes are an integral part of these consolidated financial statements.

AMEN Properties, Inc. and Subsidiaries
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

	Common Stock		Additional	Accumulated	Accumulated Other Comprehensive		
	Shares	Amount	Paid-in Capital	Deficit	Income / (Loss)	Treasury Stock	Total Equity
BALANCE, DECEMBER 31, 2017 (Audited)	53,146	$ 531	$ 54,942,016	$ (44,265,167)	$ 4,784,466	$ (446,755)	$ 15,015,091
Common stock dividends	-	-	-	(4,149,625)	-	-	(4,149,625)
Purchase of treasury stock	-	-	-	-	-	-	-
Other comprehensive income / (loss)	-	-	-	-	(2,677,501)	-	(2,677,501)
Net income (loss)				5,119,764			5,119,764
Total comprehensive income	-	-	-	5,119,764	(2,677,501)	-	2,442,263
BALANCE, DECEMBER 31, 2018 (Unaudited)	53,146	$ 531	$ 54,942,016	$ (43,295,028)	$ 2,106,965	$ (446,755)	$ 13,307,729
Common stock dividends	-	-	-	(1,062,672)	-	-	(1,062,672)
Purchase of treasury stock	-	-	-	-	-	-	-
Other comprehensive income / (loss)	-	-	-	-	(1,153,750)	-	(1,153,750)
Net income (loss)	-	-	-	687,441	-	-	687,441
Total comprehensive income / (loss)	-	-	-	687,441	(1,153,750)	-	(466,309)
BALANCE, MARCH 31, 2018 (Unaudited)	53,146	$ 531	$ 54,942,016	$ (43,670,259)	$ 953,215	$ (446,755)	$ 11,778,748

The accompanying notes are an integral part of these consolidated financial statements.

AMEN Properties, Inc. and Subsidiaries
CONSOLIDATED STATEMENTS OF CASH FLOW

	Three Months Ended March 31	
	2019 (Unaudited)	2018 (Unaudited)
Cash Flows from Operating Activities		
Net Income	$ 687,441	$ 1,552,614
Adjustments to Reconcile Net Income to Cash Provided by Operating Activities		
Gain on Sale / Assignment of Leasehold Interest	(698,198)	(722,417)
Depreciation, Amortization & Depletion	546,143	940,816
Equity Income from SFF Royalty Investment	(166,439)	(283,969)
Changes in Operating Assets and Liabilities		
Accounts Receivable	51,239	(475,607)
Other Assets	(171,391)	(154,495)
Accounts Payable / Accrued Liabilities	1,176,589	106,242
Net Cash Provided by / (Used In) Operations	1,425,384	963,184
Cash Flows from Investing Activities		
(Purchases) / Disposition of Property & Equipment, net	-	814
Development of Oil & Gas Interests	(63,220)	(125,032)
Proceeds from Sale / Assignment of Leasehold Interest	698,198	1,313,728
Distributions from SFF Royalty	225,000	193,333
Net Cash Provided by / (Used In) Investing Activities	859,978	1,382,843
Cash Flows from Financing Activities		
Purchase of Treasury Stock	-	-
Draw / (Repayment) of Line of Credit	-	-
Common Stock Dividends	(1,557,179)	(757,828)
Net Cash Provided by / (Used In) Financing Activities	(1,557,179)	(757,828)
Net Increase / (Decrease) in Cash	728,183	1,588,199
Cash at Beginning of Period	7,421,496	4,429,006
Cash at End of Period	$ 8,149,679	$ 6,017,205
Non-Cash Financing and Investing Activities:		
Unrealized Gain / (Loss) on Marketable Securities	$ 953,215	$ 5,101,965

The accompanying notes are an integral part of these consolidated financial statements.

NOTE A - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. *Organization*

Company Background

- The Company was originally incorporated as DIDAX, Inc., in January 1997
- Until December 2002 the Company operated under the name Crosswalk.com; its primary businesses were operation of the Christian web portal *crosswalk.com*™ and a direct mail advertising service.
- During the last quarter of 2002, the Company sold substantially all of its assets with the exception of the Company's accumulated Net Operating Loss ("NOL") and changed its name to AMEN Properties, Inc.
- A revised business plan was approved by the shareholders in 2002, and called for the Company to grow via the selective acquisition of cash-generating assets in three categories:
  - Commercial real estate in secondary stagnant markets
  - Commercial real estate in out of favor growth markets
  - Oil and gas royalties

During the time the Company operated as Crosswalk.com, it generated a Net Operating Loss in excess of $30 million. Provisions in the United States Federal Tax Code dictate that a significant ownership change (in excess of 50% in a three-year period) would eliminate the Company's ability to use the NOL to offset its Federal Income Tax liability. It is the Company's intention to preserve its NOL, which requires funding our growth without access to many traditional sources of capital which would result in a significant change in ownership.

Company Organization

In initiating the 2002 business plan the Company, in October 2002, formed the following entities:

- NEMA Properties LLC ("NEMA"), a Nevada limited liability company 100% owned by AMEN
- AMEN Delaware LP ("Delaware"), a Delaware limited partnership owned 99% by NEMA as the sole limited partner and 1% by AMEN, as the sole general partner
- AMEN Minerals LP ("Minerals"), a Delaware limited partnership, owned 99% by NEMA as the sole limited partner and 1% by AMEN, as the sole general partner.

On July 30, 2004, the Company formed W Power and Light LP ("W Power"), a Delaware limited partnership owned 99% by NEMA as the sole limited partner and 1% by AMEN, as the sole general partner. On May 18, 2006, the Company acquired 100% of Priority Power Management, Ltd. and Priority Power Management Dallas, Ltd. (collectively "Priority Power") effective April 1, 2006. Priority Power is owned 1% by AMEN, as the sole general partner, and 99% by NEMA, as the sole limited Partner.

Corporate Reorganization

On December 17, 2007, the Company approved a corporate reorganization (the "Reorganization") effective January 1, 2008. As part of the Reorganization, the Delaware Partnership, the Minerals Partnership, the PPM Partnership, and the W Power Partnership were each converted from limited partnerships into limited liability companies with AMEN owning 100% of the shares and as the sole managing member of each entity. The converted entities are:

- AMEN Delaware, LLC, ("Delaware")
- AMEN Minerals, LLC, ("Minerals")
- NEMA Properties, LLC , ("NEMA")
- Priority Power Management, LLC ("Priority Power")
- W Power and Light, LLC, ("W Power")

On May 31, 2008, as part of the Reorganization, NEMA was converted from a Nevada Limited Liability Company to a Texas Limited Liability Company.

As used herein, the terms "Company" and "AMEN" and references to "we" and "our" refer to all of AMEN Properties, Inc., NEMA, Delaware, Minerals, and W Power and Priority Power unless the context otherwise requires.

On September 28th, 2009, the Company approved a reorganization plan effective January 1, 2010 whereby Delaware, Minerals and NEMA were dissolved and the assets and liabilities of each entity were conveyed to Amen Properties, Inc.

2. *Basis of Presentation*

The consolidated financial statements include the accounts of the Company and its majority-owned/controlled subsidiaries and affiliates. Inter-company balances and transactions have been eliminated.

Management uses estimates and assumptions in preparing the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. Those estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses in the consolidated financial statements, and the disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

3. *Cash Equivalents*

The Company considers cash on hand, cash on deposit in banks, money market mutual funds and highly liquid debt instruments purchased with a maturity of three months or less to be a cash equivalent.

4. *Marketable Investments*

The Company invests in U.S. government bonds and treasury notes, municipal bonds, certificates of deposit, corporate bonds and other securities. Investments with original maturities greater than three months but less than twelve months from the balance sheet date are short-term investments. Those investments with original maturities greater than twelve months from the balance sheet date are long-term investments.

The Company's marketable securities are classified as available-for-sale as of the balance sheet date, and are reported at fair value with unrealized gains and losses, net of tax, recorded in stockholders' equity. Realized gains or losses and permanent declines in value, if any, on available-for-sale investments are reported in other income or expense as incurred.

5. *Fair Value of Financial Instruments*

Generally accepted accounting principles require disclosure of fair value information about financial instruments, whether or not recognized in the accompanying consolidated balance sheet. Fair value is defined as the amount at which an instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale. The fair value estimates of financial instruments are not necessarily indicative of the amounts we might pay or receive in actual market transactions. The use of different market assumptions and/or estimation methodologies may have a material effect on the estimated fair value amounts.

The carrying value of cash and cash equivalents, investments, accounts receivable, notes receivable, and accounts payable approximate fair value because of the relatively short maturity of these instruments. Disclosure about fair value of financial instruments is based on pertinent information available to management as of the balance sheet date.

6. *Accounts Receivable*

Management regularly reviews accounts receivable and estimates the necessary amounts to be recorded as an allowance for doubtful accounts.

7. *Depreciation, Amortization and Depletion*

Property and equipment are stated at cost. Depreciation is determined using the straight-line method over the estimated useful lives ranging from three to 10 years. Royalty acquisitions are stated at cost. Depletion is determined using the units-of-production method based on the estimated oil and gas reserves.

8. *Impairment of Long-Lived Assets*

Generally accepted accounting principles specify circumstances in which certain long-lived assets must be reviewed for impairment. If the carrying amount of an asset exceeds the sum of its expected cash flows, the asset's carrying value must be written down to fair value. The Company periodically evaluates the recoverability of the carrying value of its long-lived assets and identifiable intangibles by monitoring and evaluating changes in circumstances that may indicate that the carrying amount of the asset may not be recoverable. Examples of events or changes in circumstances that indicate that the recoverability of the carrying amount of an asset should be assessed include but are not limited to the following: a significant decrease in the market value of an asset, a significant change in the extent or manner in which an asset is used or a significant physical change in an asset, a significant adverse change in legal factors or in the business climate that could affect the value of an asset or an adverse action or assessment by a regulator, an accumulation of costs significantly in excess of the amount originally expected to acquire or construct an asset, and/or a current period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with an asset used for the purpose of producing revenue.

The Company considers historical performance and anticipated future results in its evaluation of potential impairment. Accordingly, when indicators or impairments are present, the Company evaluates the carrying value of these assets in reaction to the operating performance of the business and future discounted and non-discounted cash flows expected to result from the use of these assets. Impairment losses are recognized when the sum of expected future cash flows are less than the assets' carrying value.

9. *Investment in Real Estate and SFF Group*

The Company's determination of the appropriate accounting method with respect to investments in limited partnerships, limited liability companies and other subsidiaries is based on control. For general partner interests, the Company is presumed to control (and therefore consolidate) the entity, unless the other limited partners have substantive rights that overcome this presumption of control. These substantive rights allow the limited partners to participate in significant decisions made in the ordinary course of the entity's business. The Company accounts for its non-controlling general partner investments in these entities under the equity method. This treatment also applies to the Company's managing member interests in limited liability companies.

The Company's determination of the appropriate accounting method for all other investments in subsidiaries is based on the amount of influence the Company has (including our ownership interest) in the underlying entity. Those other investments where the Company has the ability to exercise significant influence (but not control) over operating and financial policies of such subsidiaries (including certain subsidiaries where the Company has less than 20% ownership) are accounted for using the equity method. The Company eliminates transactions with such equity method subsidiaries to the extent of the ownership in such subsidiaries. Accordingly, the Company's share of the earnings or losses of these equity method subsidiaries is included in net earnings. All of the Company's remaining investments are carried at cost. Under either the equity or cost method, impairment losses are recognized upon evidence of other-than-temporary losses of value.

The Company's investments in real estate and SFF Royalty (see Notes D and E) are recorded at cost, adjusted for its equity share of earnings, using the equity method of accounting, and cash contributions and distributions.

10. *Income and Franchise Taxes*

The Company accounts for income taxes in accordance with SFAS No. 109, *"Accounting for Income Taxes"*. Under this method, deferred tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities, and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. For the income statement periods herein, no income tax expense has been incurred for Federal income taxes due to the utilization of the Company's net operating losses.

11. *Corporate Tithing*

The Company shall, to the extent permitted by law, expend from the revenues of the Company such sums as are deemed prudent by the Board of Directors to support, encourage, or sustain persons or entities which in the judgment of the Board of Directors are expected to make significant efforts to propagate the Gospel of Jesus Christ in any manner not in conflict with the Statement of Faith. Such expenditures may be made without regard to the tax status or nonprofit status of the recipient. It is expected that the expenditures paid out under the provisions of this policy shall approximate ten percent (10%) of the amount that would otherwise be the net profits of the Company for the accounting period.

12. *Management Estimates*

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from such estimates. Material estimates that are particularly susceptible to significant changes in the near term relate to the recognition of revenues, the estimate of the allowance for doubtful accounts, the estimate of asset impairments and the determination of depreciation and amortization expense.

13. *Environmental*

Environmental costs that relate to current operations are expensed or capitalized as appropriate. Costs are expensed when they relate to an existing condition caused by past operations and will not contribute to current or future revenue generation. Liabilities related to environmental assessments and/or remedial efforts are accrued when property or services are provided or can be reasonably estimated.

14. *Subsequent Events*

The Company has evaluated subsequent events through the date of issuance of the consolidated financial statements. The Company is not aware of any reportable subsequent events.

15. *Recently Issued Accounting Pronouncements*

In August 2016, the FASB issued Accounting Standards Update No. 2016-15 "Statement of Cash Flows." ASU 2016-15 seeks to reduce the existing diversity in practice in how certain cash receipts and cash payments are presented and classified in the statement of cash flows. This update is effective for fiscal years beginning after December 15, 2017, with early adoption permitted.

In June 2016, the FASB issued Accounting Standards Update No. 2016-13 "Financial Instruments – Credit Losses." This standard changes the impairment model for most financial assets and certain other instruments, including trade and other receivables, held-to-maturity debt securities and loans, and requires entities to use a new forward-looking expected loss model that will result in the earlier recognition of allowance for losses. This update is effective for fiscal years beginning after December 15, 2019. Early adoption is permitted for a fiscal year beginning after

December 15, 2018. Entities will apply the standard's provisions as a cumulative-effect adjustment to retained earnings as of the beginning of the first reporting period in which the guidance is adopted.

Management does not believe these new standards will have a material impact on its financial statements.

NOTE B – CONCENTRATIONS OF CREDIT RISK

The Company maintains cash balances at several financial institutions, which at times may exceed federally insured limits. Accounts at the institutions are insured by the Federal Deposit Insurance Corporation up to $250,000. The Company has not experienced any losses in such accounts and believes that it is not exposed to any significant credit risks on such accounts.

NOTE C – PROPERTY AND EQUIPMENT

Property and equipment, at cost, consisted of the following at March 31, 2019 and December 31, 2018:

	3/31/2019	12/31/2018
Furniture, fixtures and equipment	$ 11,662	$ 11,662
Less: accumulated depreciation	(3,825)	(3,242)
	$ 7,837	$ 8,420

NOTE D – INVESTMENT IN REAL ESTATE

The Company owns approximately 18% of HPQ Acquisition, LLC, ("HPG") a real estate company which owns commercial properties located in Midland, Texas. During December 2014, the HPG ownership group completed the sale of its office buildings in downtown Midland. In exchange for its 18% ownership stake, Amen received proceeds after the retirement of associated debt of $3.6 million and recognized a gain of $1.3 million in connection with the sale.

As of December 31, 2014, the Company's only remaining real estate asset is its 18% interest in a parking lot in downtown Midland (the "Superblock").

NOTE E – OIL AND GAS ROYALTY AND WORKING INTERESTS

The Company owns oil and gas royalty and working interests in a number of states. Under accounting principles generally accepted in the United States of America, revenues and expenses are recognized on an accrual basis. Oil and gas revenue is generally received one to two months following the month of production and the Company uses estimates to accrue.

SFF Interests

On December 17, 2007, the Company invested $7.6 million in SFF Royalty, LLC ("SFF Royalty") and $2.4 million in SFF Production ("SFF Production") in exchange for a one-third ownership interest in each entity. Also on December 17, 2007, SFF Royalty and SFF Production acquired the following properties from Santa Fe Energy Trust (the "Trust") and Devon Energy Production Company, LP ("Devon"):

	Acquired from the Trust		Acquired from Devon		
Acquiring Entity	Description	Purchase Amount	Description	Purchase Amount	Total Purchase
SFF Royalty	Net profits interests in royalty interests owned by Devon	$ 21,077,688	Royalty interests subject to Trust's net profits interests	$ 2,254,662	$ 23,332,350
SFF Production	Net profits interests in working interests owned by Devon	6,072,125	Working interests subject to Trust's net profits interests	649,531	6,721,656
Totals		$ 27,149,813		$ 2,904,193	$ 30,054,006

In December 2008 the Company increased its ownership of SFF Production to approximately 79% for an additional investment of $6.9 million. In December 2014, the Company purchased the remaining shares of SFF Production for a total purchase price of $1.3 million and now owns 100% of that entity. The financial position and results of SFF Production are now consolidated with the Company's.

The Company's equity in SFF Royalty, LLC consists of the following at March 31, 2019 and December 31, 2018:

	3/31/2019	12/31/2018
Investment in SFF Group	$ 177,146	$ 98,285
Capital Distributions	(225,000)	(874,667)
Equity Earnings	166,439	953,528
	$ 118,585	$ 177,146

The Company's investment and equity earnings results for the first quarter of 2019 are based on the results of SFF Royalty, LLC. SFF Royalty, LLC reported the following consolidated financial information at March 31, 2019:

	SFF Royalty
Total Assets	$ 473,719
Total Liabilities	61,339
Net Income (three months ended March 31, 2019)	499,367

NOTE F – ACCRUED LIABILITIES

Accrued liabilities consisted of the following at March 31, 2019 and December 31, 2018:

	3/31/2019	12/31/2018
Accrued oil & gas operating expenses	198,231	193,255
Other liabilities	12,199	32,675
Total Accrued Liabilities	$ 210,430	$ 225,930

NOTE G – COMMITMENTS AND CONTINGENCIES

Legal Proceedings

The Company is subject to claims and lawsuits which arise primarily in the ordinary course of business. It is the opinion of management that the disposition or ultimate resolution of such claims and lawsuits will not have a material adverse effect on the consolidated financial position of the Company.

NOTE H – STOCKHOLDERS' EQUITY

Treasury Stock

As discussed in Note E, during December 2014 the Company acquired additional interests in SFF Production for a total purchase price of $1.3 million. In connection with this transaction, the Company transferred 222 shares of treasury stock the sellers. Additionally, the Company has purchased 874 shares under the Company's stock repurchase program. These shares are being held by the Company as treasury stock and are reflected on the balance sheet at cost.

Common Dividend

During the quarter, the Company's Board of Directors declared a regular dividend of $20 per common share and tithing dividend of $9.30 per common share with a record date of March 22, 2019 and payment date of March 29, 2019.