

ASSIGNMENT OF LEASES

THIS ASSIGNMENT OF LEASES, effective as of March 30, 1979, at 7:00 a.m., local time, is from ASHLAND EXPLORATION, INC., a Delaware corporation (herein called "Assignor"), 2 Houston Center, Houston, Texas 77002 to LEAR PETROLEUM CORPORATION (herein called "Assignee").

For \$10.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor hereby transfers, grants, conveys and assigns to Assignee all of Assignor's right, title and interest in, to and under all of those oil, gas and mineral Leases of Assignor, described in Exhibit A (herein called the "Leases").

To have and to hold the Leases unto Assignee and its successors and assigns forever.

The Leases are being sold by Assignor to Assignee without recourse, covenant or warranty of any kind, express, implied or statutory, including warranties as to title and to the extent the Leases conveyed hereby constitute personal property or fixtures, ASSIGNOR EXPRESSLY DISCLAIMS AND NEGATES (a) ANY IMPLIED OR EXPRESS WARRANTY OF MERCHANTABILITY, (b) ANY IMPLIED OR EXPRESS WARRANTY OF FITNESS FOR A PARTICULAR PURPOSE, AND (c) ANY IMPLIED OR EXPRESS WARRANTY OF CONFORMITY TO MODELS OR SAMPLES OF MATERIAL.

Assignor hereby assigns to Assignee, with full right of subrogation, to the extent so transferable, the benefit of and the right to enforce the covenants and warranties, if any, which Assignor is entitled to enforce with respect to the Leases against Assignor's predecessors in title to the Leases except any covenants or warranties that Assignor may have the right to enforce against Ashland Oil, Inc., or any affiliate due to the fact that such entity was a predecessor in title to Assignor with respect to any of the Leases.

Separate assignments of the Leases shall be executed on approved forms by Assignor to Assignee, in sufficient counterparts to satisfy applicable statutory and regulatory requirements. Said assignments shall be deemed to contain all of the exceptions, reservations, rights, titles, powers and privileges set forth herein as fully as though the same

were set forth in each such assignment. The interests conveyed by such separate assignments are the same, and not in addition to, the Leases conveyed herein.

Reference is made to Exhibit A attached hereto and made a part hereof for all purposes. References in Exhibit A to instruments on file in the public records are made for all purposes. Unless provided otherwise, all recording references in Exhibit A are to the official real property records of the county or parish in which the Leases are located. There may be omitted, from each copy of this Assignment of Leases which is to be recorded in the official real property records of a county or parish, those portions of Exhibit A relating to portions of the Leases located outside of such county or parish.

This Assignment of Leases shall bind and inure to the benefit of Assignor and Assignee and their respective successors and assigns.

Ma Donna Morris  
Witness

ASHLAND EXPLORATION, INC.

[Signature]  
Witness

By [Signature]  
Vice President

(SEAL)

STATE OF TEXAS §  
COUNTY OF HARRIS §

Be it remembered, that, I, the undersigned a Notary Public duly qualified, commissioned, sworn and acting in and for the County and State aforesaid, hereby certify that, on the day and year set forth at the end of this acknowledgment, there appeared before me ARLOE W. MAYNE, Vice President of Ashland Exploration, Inc., a Delaware corporation, party to the foregoing instrument, who resides at 2 Houston Center, Houston, Texas.

The foregoing instrument was acknowledged before me this day by such person, the designated officer of said corporation.

(Colorado)

Lincoln County

Before me appeared such person, to me personally known, who, being by me duly sworn, did say that he is the designated officer of said corporation, and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged said instrument to be the true act and deed of said corporation.

(Louisiana,  
New Mexico,  
Oregon)

The foregoing instrument was acknowledged before me this date by such person, the designated officer of said corporation, on behalf of said corporation.

(Nebraska,  
North Dakot  
Arizona,  
South  
Carolina)

Before me personally appeared such person, who is known to me to be the person whose name is subscribed to the foregoing instrument as the designated officer of said corporation, being one of the corporations named in said instrument, and who is personally known to me to be such officer of said corporation, and acknowledged to me that he executed said instrument for the purposes and consideration therein expressed, for and on behalf of and as the act of said corporation.

(Texas)

Before me personally appeared such person, who, being by me duly sworn, did say, that he is the designated officer of said corporation, and that said instrument was signed on behalf of said corporation by resolution of its Board of Directors, and he acknowledged to me that said corporation executed the same.

(Utah)

Before me appeared such person, to me personally known, who, being by me duly sworn, did say that he is the designated officer of said corporation, and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and he acknowledged said instrument to be the free act and deed of such corporation.

(Wyoming)

Before me personally appeared such person, who, being known to me, acknowledged before me on this

(Alabama,  
Nevada)

Lincoln County

day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Before me personally appeared such person, who acknowledged himself to be the designated officer of said corporation, and that he, as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such officer.

(Arkansas,  
South  
Dakota)

Before me personally appeared such person, to me known, and known to me to be the designated officer of said corporation, and to me known to be the person who executed the foregoing instrument, and acknowledged the execution thereof to be his free act and deed, and the free act and deed of said corporation, for the uses and purposes therein mentioned.

(Florida)

Before me personally appeared such person known to me to be the designated officer of the corporation that executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

(Idaho,  
Montana,  
California)

Before me personally appeared such person, who, being by me first duly sworn, declared that he is the designated officer of said corporation, that he executed the foregoing document as the designated officer of the corporation, and that the statements therein contained are true.

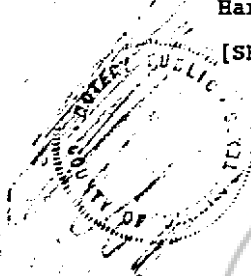
(Mississippi)

Before me personally appeared such person, to me known to be the designated officer of said corporation, that executed the within and foregoing instrument, and acknowledged said instrument to be free and voluntary act and deed of said corporation, for the uses and purposes, therein mentioned, and on oath stated that he was authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

(Washington)

IN WITNESS WHEREOF, I have hereunto set my hand and official notarial seal in the City of Houston, County of Harris, State of Texas, this 30th day of March, 1979.

[SEAL]



Linda Simmons  
Linda Simmons, Notary Public  
Printed name of Notary Public

Linda Simmons

Residing at 15319 Falcon Ridge  
Humble, Texas 77338

My commission expires:

9/5/80

EXHIBIT A  
TO THAT CERTAIN ASSIGNMENT OF LEASES FROM  
ASHLAND EXPLORATION, INC. TO LEAR PETROLEUM CORPORATION

PREAMBLE

The Leases described on this Exhibit A are transferred without warranties of any kind, including warranties as to title, except certain representations of limited duration contained in that certain Purchase and Sale Agreement between Assignee and Assignor of even date herewith. Assignee accepts the Leases subject to the matters burdening the Leases, together with the Permitted Encumbrances (as defined in said Purchase and Sale Agreement) and, pursuant to the Purchase and Sale Agreement referenced above, assumes all obligations of Assignor with respect to the Leases and the matters burdening such Leases as of the date hereof.

EXHIBIT "A"  
 TO THAT CERTAIN PURCHASE AND SALE  
 AGREEMENT BY AND BETWEEN ASHLAND  
 EXPLORATION, INC. AND LEAR PETROLEUM  
 CORPORATION, DATED 04-27-88

NON-PRODUCING LEASEHOLD  
 PAGE NO. 1

STATE OF NEVADA  
 COUNTY  
 PARISH OF CLARK

NON-PRODUCING LEASE NUMBER LESSOR LEASE DATE DESCRIPTION ENTRY NO. BOOK PAGE

06197700 BUREAU OF LAND MANAGEMENT 03/01/78

TOWNSHIP RANGE SECTION  
 0175 065E 13

PROSPECT: 002237 RM SOUTH MOAPA VALLEY

06197800 BUREAU OF LAND MANAGEMENT 10/01/78

TOWNSHIP RANGE SECTION  
 02 205 65E 9  
 205 65E 10  
 LOT 1, W2, NE4, NE5E4, SW6SE4

PROSPECT: 002237 RM SOUTH MOAPA VALLEY

06205700 BUREAU OF LAND MANAGEMENT 01/01/79

TOWNSHIP RANGE SECTION  
 0185 066E 29  
 0185 066E 32  
 ALL

PROSPECT: 002236 RM BUFFINGTON WINDOW

06206108 BUREAU OF LAND MANAGEMENT 11/01/78

TOWNSHIP RANGE SECTION  
 0175 065E 23  
 0175 065E 24  
 ALL

PROSPECT: 002237 RM SOUTH MOAPA VALLEY

06206200 Bureau of Land Management 11/01/78

TOWNSHIP Range Section  
 0175 065E 24  
 ALL

PROSPECT: 002237 RM SOUTH MOAPA VALLEY

EXHIBIT "A"  
 TO THAT CERTAIN PURCHASE AND SALE  
 AGREEMENT BY AND BETWEEN ASHLAND  
 EXPLORATION, INC AND USAR PETROLEUM  
 CORPORATION DATED 2/19/77

NON-PRODUCING LEASEHOLD  
 PAGE NO. 1

STATE OF NEVADA COUNTY OF ELKO

NON-PRODUCING LEASE LESSOR LEASE DATE ENTRY NO. RECORDED BOOK PAGE

05796300 BLM 12/01/77  
 TOWNSHIP RANGE SECTION DESCRIPTION  
 37N 57E 26 ALL  
 37N 57E 28 ALL  
 37N 57E 30 LOTS 1,2,3,4,22,24,25 (ALL)  
 37N 57E 32 ALL

PROSPECT: 00220 RR HUMBOLDT PROSPECT

05796300 BLM 12/01/77  
 TOWNSHIP RANGE SECTION DESCRIPTION  
 36N 56E 32 NW/2  
 36N 56E 34 ALL

PROSPECT: 00220 RR HUMBOLDT PROSPECT

05796400 BLM 12/01/77  
 TOWNSHIP RANGE SECTION DESCRIPTION  
 33N 53E 12 LOTS 1,2,3,4,22,24,25 (ALL)  
 33N 53E 24 LOTS 1,2,3,4,22,24,25,31,32,33,34  
 33N 53E 36 LOTS 1,2,3,4,22,24,25

PROSPECT: 00220 RR HUMBOLDT PROSPECT

05796500 BLM 12/01/77

00263



EXHIBIT "A"  
TO THAT CERTAIN PURCHASE AND SALE  
AGREEMENT BY AND BETWEEN ASHLAND  
EXPLORATION, INC. AND LEAR PETROLEUM  
CORPORATION, DATED FEB 20 1973

NON-PRODUCING LEASEHOLD  
PAGE NO. 2

STATE OF NEVADA  
COUNTY  
PARISH OF FLKO

NON-PRODUCING LEASE LESSOR LEASE DATE ENTRY NO. RECORDED BOOK PAGE

05796500 CONTINUE

TOWNSHIP RANGE SECTION DESCRIPTION  
34N 34E 12 LOTS 1 THRU 16 (ALL)  
34N 34E 14 LOTS 1 THRU 16 (ALL)  
34N 34E 16 ALL

PROSPECT: 002220 RM HUMMOLDT PROSPECT

06181900 BLM N-18386 02/01/78

TOWNSHIP RANGE SECTION DESCRIPTION  
35N 34E 36 ALL

PROSPECT: 002220 RM HUMMOLDT PROSPECT

06182000 BLM N-17934 03/01/78

TOWNSHIP RANGE SECTION DESCRIPTION  
34N 34E 34 ALL  
34N 34E 36 N2 NW

PROSPECT: 002220 RM HUMMOLDT PROSPECT

06182100 BLM N-17933 02/01/78

TOWNSHIP RANGE SECTION DESCRIPTION  
33N 34E 04 LOTS 1 THRU 7, 12NE, 36NW, SE,  
33N 34E 04 E2SW (N1)  
33N 34E 10 SE NE  
33N 34E 12 ALL

PROSPECT: 002220 RM HUMMOLDT PROSPECT

00264

EXHIBIT "A"  
 TO THAT CERTAIN PURCHASE AND SALE  
 AGREEMENT BY AND BETWEEN ASHLAND  
 EXPLORATION, INC AND LEAS PETROLEUM  
 CORPORATION, DATED JAN 31, 1979

COUNTY  
 PARISH OF EUREKA

NON-PRODUCING LEASEHOLD  
 PAGE NO. 1

STATE OF NEVADA

NON-PRODUCING LEASE LESSOR  
 NUMBER

LEASE DATE

RECORDED  
 ENTRY NO. BOOK PAGE

01/01/78

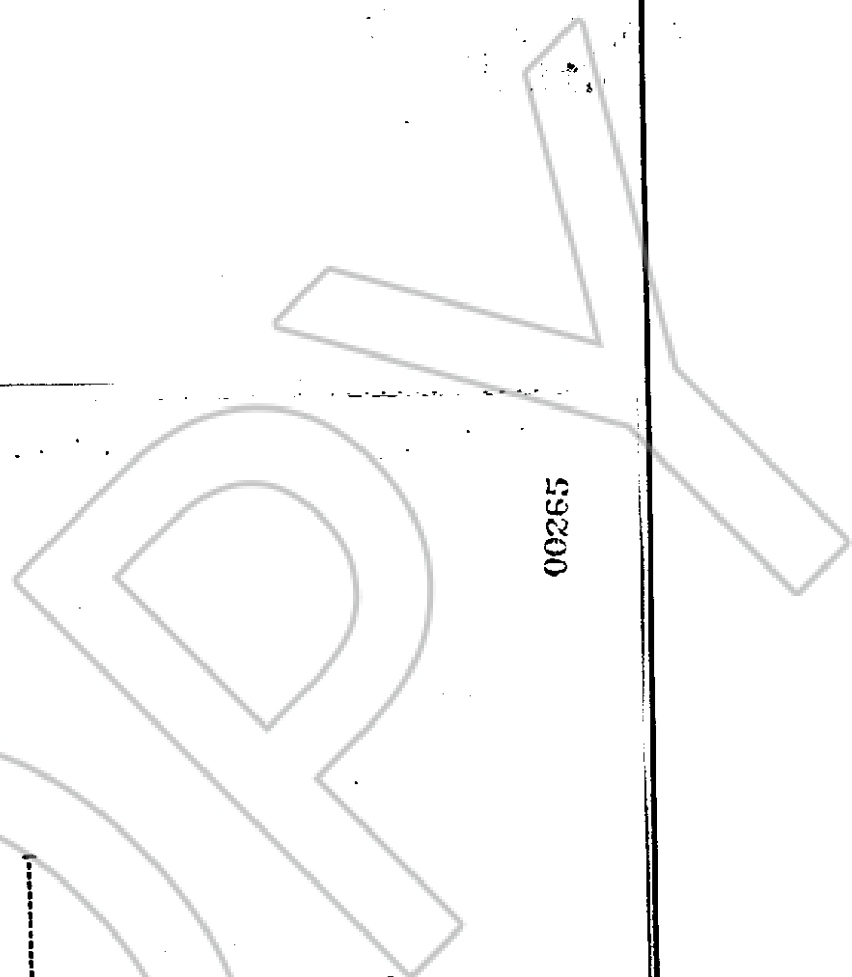
BLM  
 --- TOMSHIP RANGE SECTION  
 17N 50E 22 ALL  
 17N 50E 24 ALL  
 17N 50E 35 ALL  
 17N 50E 36 ALL

PROSPECT: 001297 RM ANTELOPE VALLEY

01/01/78

BLM  
 --- TOMSHIP RANGE SECTION  
 17N 50E 23 ALL  
 17N 50E 25 ALL

PROSPECT: 001297 RM ANTELOPE VALLEY



00265

EXHIBIT "A"  
TO THAT CERTAIN PURCHASE AND SALE  
AGREEMENT BY AND BETWEEN ASHLAND  
EXPLORATION, INC. AND TEAR PETROLEUM  
CORPORATION, DATED MAR 29 1977

NON-PRODUCING LEASEHOLD  
PAGE NO. 1

COUNTY  
PARISH OF LINCOLN

STATE OF NEVADA

NON-PRODUCING LEASE LESSOR  
LEASE DATE  
ENTRY NO. BOOK PAGE

05594200 BLM 10/01/77  
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TOWNSHIP RANGE SECTION DESCRIPTION  
06S 01E 01 LOTS 1, 2, 3, 4, 5, 20, 21, 22 (ALL)  
06S 02E 02 LOTS 1, 2, 3, 4, 5, 20, 21, 22 (ALL)  
06S 03E 03 LOTS 1, 2, 3, 4, 5, 20, 21, 22 (ALL)  
06S 04E 04 ALL

PROSPECT: 001295 RM TIRABOG VALLEY

05594300 BLM 11/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
06S 057E 12 ALL  
06S 057E 14 ALL

PROSPECT: 001295 RM TIRABOG VALLEY

05594400 BLM 11/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
06S 057E 15 ALL  
06S 057E 22 ALL  
06S 057E 23 ALL

PROSPECT: 001295 RM TIRABOG VALLEY

05594500 BLM 10/01/77

00286

EXHIBIT "A"  
TO THAT CERTAIN PURCHASE AND SALE  
AGREEMENT BY AND BETWEEN  
EXPLORATION, INC. AND  
CORPORATION, DATED

COUNTY  
PARISH OF LINCOLN

NON-PRODUCING LEASE NO.

PAGE NO. 2

STATE OF NEVADA

NON-PRODUCING LEASE NUMBER

LESSOR

LEASE DATE

ENTRY NO.

RECORDED

BOOK

PAGE

05594500 CONTINUE

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TOWNSHIP RANGE SECTION DESCRIPTION  
035 57E 25 ALL  
045 57E 26 ALL  
045 57E 27 ALL  
065 57E 34 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

05594600

11/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
316S 057E 36 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

05594700

10/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
035 57E V1 ALL  
035 57E 02 ALL  
035 57E 03 ALL  
035 57E 04 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

05594800

10/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
035 57E 09 ALL

00267

EXHIBIT "A"  
TO THAT CERTAIN PURCHASE AND SALE  
AGREEMENT BY AND BETWEEN ASHLAND  
EXPLORATION, INC. AND LEAR PETROLEUM  
CORPORATION, DATED APR 30 1974

NON-PRODUCING LEASEHOLD  
PAGE NO. 3

STATE OF NEVADA

COUNTY  
PARISH OF LINCOLN

NON-PRODUCING LEASE LESSOR LEASE DATE ENTRY NO. BOOK PAGE

0559800

CONTINUE

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TOWNSHIP RANGE SECTION DESCRIPTION  
055 57E 06 ALL  
055 57E 07 ALL  
055 57E 08 ALL

PROSPECT: 001295 RM TINABOO VALLEY

0559900

BLM

10/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
055 057E 09 ALL  
055 057E 10 ALL  
055 057E 11 ALL  
055 057E 12 ALL

PROSPECT: 001295 RM TINABOO VALLEY

0559900

BLM

11/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
055 057E 13 ALL  
055 057E 14 ALL  
055 057E 15 ALL  
055 057E 16 ALL

PROSPECT: 001295 RM TINABOO VALLEY

05599100

BLM

10/01/77

00268

EXHIBIT "A"  
 TO THAT CERTAIN PURCHASE AND SALE  
 AGREEMENT BY AND BETWEEN ASPHLAND  
 EXPLORATION, INC. AND LEAR PETROLEUM  
 CORPORATION, DATED MARCH 30, 1977

NON-PRODUCING LEASEHOLD  
 PAGE NO. 4

STATE OF NEVADA  
 COUNTY  
 PARISH OF LINCOLN

NON-PRODUCING LEASE LESSOR LEASE DATE ENTRY NO. BOOK PAGE

05599100 CONTINUE

TOWNSHIP RANGE SECTION DESCRIPTION  
 0035 057E 17 ALL  
 0035 057E 18 ALL  
 0035 057E 19 ALL  
 0035 057E 20 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

05599200

11/01/77

TOWNSHIP RANGE SECTION DESCRIPTION  
 0035 57E 22 ALL  
 0035 57E 23 ALL  
 0035 57E 24 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

05599300

10/01/77

TOWNSHIP RANGE SECTION DESCRIPTION  
 58 57E 25 ALL  
 58 57E 26 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

05599400

10/01/77

TOWNSHIP RANGE SECTION DESCRIPTION  
 58 57E 29 ALL

PROSPECT: 001295 RM TIKABOO VALLEY

00269

EXHIBIT "A"  
TO THAT CERTAIN PURCHASE AND SALE  
AGREEMENT BY AND BETWEEN ASHLAND  
EXPLORATION, INC. AND ~~PEARL~~ PETROLEUM  
CORPORATION DATED

NON-PRODUCING LESSEEHOLD  
PAGE NO. 3

STATE OF NEVADA  
COUNTY  
PARISH OF LINCOLN

NON-PRODUCING LEASE LESSOR  
LEASE DATE ENTRY NO. BOOK PAGE

05595400 CONTINUE

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TOWNSHIP RANGE SECTION DESCRIPTION  
55 57E 30 ALL  
55 57E 31 ALL  
55 57E 32 ALL  
PROSPECT: 001295 RM TIKABOO VALLEY

05595300 10/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
055 57E 33 ALL  
055 57E 34 ALL  
055 57E 35 ALL  
055 57E 36 ALL  
PROSPECT: 001295 RM TIKABOO VALLEY

05595400 10/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
045 58E 07 ALL LOTS 1,2,3,4,2E20,2E21  
045 58E 30 ALL LOTS 1,2,3,4,2E20,2E21  
PROSPECT: 001295 RM TIKABOO VALLEY

05595700 10/01/77

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TOWNSHIP RANGE SECTION DESCRIPTION  
075 58E 08 ALL  
1-----Township Range Section Description  
075 58E 16 All  
Prospect: 001295 RM Tikaboo Valley

00270

EXHIBIT "A"  
TO THAT CERTAIN PURCHASE AND SALE  
AGREEMENT BY AND BETWEEN ASHLAND  
EXPLORATION, INC. AND LEAR PETROLEUM  
CORPORATION, DATED 11-22-77

MIN-PRODUCING LEASEHOLD  
PAGE NO. 1

STATE OF NEVADA  
COUNTY  
PARISH OF WYE

NON-PRODUCING LEASE LESSOR LEASE DATE ENTRY NO. BOOK PAGE

0579500 BLM 02/01/76

TOWNSHIP RANGE SECTION DESCRIPTION  
004N 061E 04 SE

PROSPECT: 002219 RM EAGLE SPRINGS SE

0579500 BLM 12/01/75

TOWNSHIP RANGE SECTION DESCRIPTION  
04N 01E 04 SW  
04N 01E 00 NENE 32NE N2SE 1/4SE S2SW N2SW

PROSPECT: 002219 RM EAGLE SPRINGS SE



00272

64124  
FILED AND RECORDED AT REQUEST OF  
ROBERT JACKSON  
APR 16 1979  
AT 1 MINUTES PAST 9 O'CLOCK  
P.M. IN BOOK 29 OF OFFICIAL  
RECORDS, PAGE 557 LINCOLN  
COUNTY, NEVADA.  
Spinks Schell  
COUNTY RECORDER