

Lincoln County

ASSIGNMENT OF OVERRIDING ROYALTIES

KNOW ALL MEN BY THESE PRESENTS THAT:

WHEREAS, the undersigned, YORK ASSOCIATES, LTD., a limited partnership, hereinafter called "Assignor", by virtue of the reservation contained in each of several separate assignments of record title heretofore executed by Assignor in favor of Atlantic Richfield Company, is the owner of an overriding royalty in the amount of five percent (5%) of all oil, gas, casinghead gas, and other hydrocarbon substances which may be produced and saved under the terms and provisions of each of the federal oil and gas leases hereinafter identified, insofar as said leases cover the following described lands situated in Lincoln and Clark Counties, Nevada, to wit:

- (1) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27199, from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T. 12S., R. 64E., MDM, Nevada

Section 26: All  
Section 31: All  
Section 32: All  
Section 33: All

- (2) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27200, from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T. 12S., R. 64E., MDM, Nevada

Section 19: All  
Section 24: All  
Section 25: All

- (3) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27201 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T. 12 S., R64. E., MDM, Nevada

Section 27: All  
Section 28: All  
Section 29: All  
Section 30: All

- (4) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27202 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T. 12S., R. 64E., MDM, Nevada.

Section 7: All  
Section 12: All  
Section 13: All

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- (5) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27203, from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T12S, R64E, MDM, Nevada

Section 34: All  
Section 35: All  
Section 36: All

- (6) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27204, from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T12S, R64E, MDM, Nevada

Section 20: All  
Section 21: All  
Section 22: All  
Section 23: All

- (7) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27205, from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T12S, R64E, MDM, Nevada

Section 1: All  
Section 6: All  
Section 18: All

- (8) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27206 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T12S, R64E, MDM, Nevada

Section 3: All  
Section 4: All  
Section 5: All

- (9) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27207 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T12S, R64E, MDM, Nevada

Section 8: All  
Section 9: All  
Section 10: All  
Section 11: All

- (10) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27208 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T12S, R64E, MDM, Nevada

Section 14: All  
Section 15: All  
Section 16: All  
Section 17: All

- (11) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27209 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 31: All  
Section 32: All  
Section 33: All  
Section 34: All

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- (12) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27210 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 26: All  
Section 27: All  
Section 28: All  
Section 29: All

- (13) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27211 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 21: All  
Section 22: All  
Section 23: All  
Section 30: All

- (14) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27212 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 14: All  
Section 15: All  
Section 16: All  
Section 17: All

- (15) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27213 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 4: All  
Section 5: All

- (16) Oil and Gas Lease dated August 1, 1980 bearing Serial No. Nevada 27214 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 6: All  
Section 8: All  
Section 9: All

- (17) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27215 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 7: All  
Section 18: All  
Section 19: All  
Section 20: All

- (18) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27216 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada

Section 1: All  
Section 3: All  
Section 10: All

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- (19) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27217 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada  
Section 2: All  
Section 11: All

- (20) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27218 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada  
Section 35: All  
Section 36: All

T13S, R64E, MDM, Nevada  
Section 35: All  
Section 36: All

- (21) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27219 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada  
Section 31: All  
Section 32: All

T13S, R64E, MDM, Nevada  
Section 13: All  
Section 24: All

- (22) Oil and Gas Lease dated October 1, 1980 bearing Serial No. Nevada 27220 from the United States of America, as Lessor, to Assignor, as Lessee, covering the following described lands:

T13S, R64E, MDM, Nevada  
Section 33: All  
Section 34: All

T13S, R64E, MDM, Nevada  
Section 12: All  
Section 25: All

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable considerations in hand paid by William F. Bush, whose address is 3110 South Wadsworth, Room 206, Denver, Colorado 80227, hereinafter called "Assignee", the receipt and sufficiency of which is hereby acknowledged by Assignor, Assignor has sold, assigned, transferred and conveyed, and by these presents does sell, assign, transfer and convey unto Assignee one-fourth (1/4) of the aforementioned overriding royalty, and being one and one-fourth percent (1 1/4%) of all oil, gas, casinghead gas, and other hydrocarbon substances which may be produced and saved from the leases and lands above described, and each of them.

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TO HAVE AND TO HOLD unto Assignee, his heirs, personal representatives, successors and assigns, subject, however, to all of the terms and conditions of the aforementioned leases.

Assignor agrees to execute such further instruments and assurances of title as Assignee may reasonably request, to properly vest in Assignee the title to the overriding royalty interests hereby transferred and assigned.

Assignor hereby represents and covenants that it is the lawful owner of the interests hereby transferred and assigned; that it has full right and authority to transfer and assign the same; that said interests are free and clear of all liens and encumbrances; and that it will warrant and forever defend the same against the lawful claims and demands of all persons whomsoever claiming or to claim the same by, through or under Assignor, but not otherwise.

IN WITNESS WHEREOF, Assignor has executed this Assignment of Overriding Royalties in duplicate originals this 19 day of November, 1981

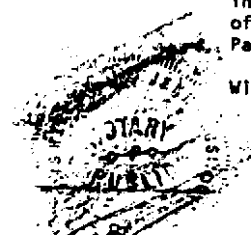
YORK ASSOCIATES, LTD.  
a Limited Partnership

R. S. Shannon III  
R. S. Shannon III, General Partner

STATE OF COLORADO }  
CITY & COUNTY OF DENVER } ss.

The foregoing instrument was acknowledged before me this 19th day of November, 1981, by R. S. Shannon III as General Partner of York Associates, Ltd., a limited partnership

Witness my hand and official seal.



Shelby J. Jernigan  
Notary Public

My commission expires: November 22, 1981

c/o COLORADO NATIONAL BANK  
918 SEVENTEENTH STREET  
DENVER, CO 80202

74493

FILED AND RECORDED AT REQUEST OF  
W. F. BUSH  
FEB 1 1982  
AT 1 MINUTES PAST 1 O'CLOCK  
P M IN BOOK 48 OF OFFICIAL  
RECORDS, PAGE 398 LINCOLN  
COUNTY, NEVADA.

Genie Schmitt  
COUNTY RECORDER