

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

KNOW ALL MEN BY THESE PRESENTS; that the undersigned

Champion Resources, Inc.
Suite 1043, 621 17th Street
Denver, Colorado 80202

(hereinafter referred to as Assignor) for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, convey, sell, transfer, assign and set over unto

Crestone Energy Corporation
1900 Wazee Street, Suite 209
Denver, Colorado 80202

(hereinafter referred to as Assignees) an overriding royalty interest in the amount of .5% of 8/8ths of all oil, gas, distillate, condensate, and any other associated hydrocarbon substances, by-products or other minerals produced, saved and marketed from the lands subject to and described in those certain federal oil and gas leases as set forth on the attached Exhibit "A".

Said overriding royalty is herein assigned without warranty of title.

The provisions hereof shall inure to and be binding upon the parties hereto, their heirs, devisees, personal representatives, successors and assigns.

IN WITNESS WHEREOF, Assignor has executed and delivered this assignment of overriding royalty interest as of this 3rd day of May, 1982.

ATTEST:

CHAMPION RESOURCES, INC.

Lynne O. Muland
Assistant Secretary

By *Richard A. Champion*
Richard A. Champion
Vice President

STATE OF COLORADO)
COUNTY OF DENVER)

SS.

On this 3rd day of May, A.D., 1982, before me personally appeared Richard A. Champion, to me personally known, who, being by me duly sworn, did say that he is the Vice President of Champion Resources, Inc. 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 said Richard A. Champion acknowledged said instrument to be the free act and deed of said corporation.

Witness my hand and seal this 3rd day of May, A.D., 1982.

Kristine A. Manz
Notary Public
1035 1st Natl. Bank Bldg.
Denver, Colorado 80293

My commission expires:

August 15, 1984



EXHIBIT "A"

Attached and made a part of that certain Assignment of Overriding Royalty Interest dated May 3, 1982, by and between Champion Resources, Inc., Assignor and Crestone Energy Corporation, Assignee.

LEASE SERIAL NO.	LEASE DATE	LEASEHOLD DESCRIPTION	ACREAGE SUBJECT TO LEASE	ORR ASSIGNED TO CRESTONE ENERGY CORP.	ORR RETAINED BY CHAMPION RESOURCES, INC.
N-31132	4/1/81	Township 1 North, Range 66 East--Lincoln County, NV Sec. 1: Lots 1, 2, 3, 4, SW ¹ / ₄ , S ¹ / ₂ 2: Lots 2, 3, 4, SW ¹ / ₄ , S ¹ / ₂ 12: NW ¹ / ₄ , SW ¹ / ₄ , NE ¹ / ₂ SE ¹ / ₄ , SW ¹ / ₂ SE ¹ / ₄	1801.65	.58 of 8/8ths	.83333% of 8/8ths
N-31134	4/1/81	Township 1 North, Range 68 East--Lincoln County, NV Sec. 3: All 4: All 5: All 6: All 7: Lot 4, E ¹ / ₂ 8: All 9: All 10: All 11: All 12: All 13: All 14: All 15: Lot 2, 3, 4, E ¹ / ₂ , E ¹ / ₂ SW ¹ / ₄ , SE ¹ / ₂ NW ¹ / ₄ 16: All 17: All 18: All 19: All 20: All 21: All	9237.73	.58 of 8/8ths	.83333% of 8/8ths
N-31136	4/1/81	Township 1 North, Range 70 East--Lincoln County, NV Sec. 5: All 6: All 7: All	1901.03	.58 of 8/8ths	.83333% of 8/8ths
N-31137	4/1/81	Township 2 North, Range 66 East--Lincoln County, NV Sec. 1: All Unsurveyed (Protraction Diagram 1175) 2: All 11: All 12: All 13: All 14: All 23: All 24: All 25: All 26: All	7744.00	.58 of 8/8ths	.83333% of 8/8ths

EXHIBIT "A"

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LEASE SERIAL NO.	LEASE DATE	LEASEHOLD DESCRIPTION	ACREAGE SUBJECT TO LEASE	ORR ASSIGNED TO CRESTONE ENERGY CORP	ORR RETAINED BY CHAMPION RESOURCES, INC.
N-31138	6/1/81	Township 2 North, Range 67 East--Lincoln County, NV Sec. 5: All 6: All 7: Lots 1,2,3,4, E1/4, NE1/4, NW1/4, SW1/4 8: All 17: All 18: All 19: All 20: All 29: All 30: All 31: All 32: All	7686.78	.58 of 8/8ths	.83333% of 8/8ths
N-31139	4/1/81	Township 2 North, Range 68 East--Lincoln County, NV Sec. 5: SW 6: All	784.65	.58 of 8/8ths	.83333% of 8/8ths
N-31140	4/1/81	Township 3 North, Range 66 East--Lincoln County, NV Sec. 4: All Unsurveyed (Protraction Diagram #175) 5: All 6: All 7: All 8: All 9: All 10: All 15: All 16: All 17: All 21: All 22: All 27: All 34: All	8390.00	.58 of 8/8ths	.83333% of 8/8ths

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LEASE SERIAL NO.	LEASE DATE	LEASEHOLD DESCRIPTION	ACREAGE SUBJECT TO LEASE	ORR ASSIGNED TO CRESTONE ENERGY CORP.	ORR RETAINED BY CHAMPION RESOURCES, INC.
N-31141	4/1/81	Township 3 North, Range 67 East--Lincoln County, NV	5759.04	.58 of 8/8ths	.833338 of 8/8ths
		Sec. 1: All			
		2: All			
		11: All			
		12: All			
		13: All			
		14: All			
		24: All			
		25: All			
		36: All			
N-31142	4/1/81	Township 3 North, Range 68 East--Lincoln County, NV	5046.80	.58 of 8/8ths	.833338 of 8/8ths
		Sec. 7: All			
		18: All			
		19: All			
		20: All			
		29: All			
		30: All			
		31: All			
		32: All			
N-31143	6/1/81	Township 4 North, Range 66 East--Lincoln County, NV	5122.40	.58 of 8/8ths	.833338 of 8/8ths
		Sec. 4: All			
		9: All			
		16: All			
		21: All			
		28: All			
		29: All			
		32: All			
		33: All			
N-31144	6/1/81	Township 4 North, Range 67 East--Lincoln County, NV	1901.93	.58 of 8/8ths	.833338 of 8/8ths
		Sec. 76: All			
		35: All			
		36: All			

EXHIBIT "A"

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LEASE SERIAL NO. LEASE DATE LEASEHOLD DESCRIPTION ACRES TO LEASE ORR ASSIGNED TO CRESTONE ENERGY CORP. ORR RETAINED BY CHAMPION RESOURCES, INC.

N-31145 6/1/81 Township 5 North, Range 71 East--Lincoln County, NV 2168.00 .5% of 8/8ths .83333% of 8/8ths

Unsurveyed (Protraction Diagram 136)

N-31146 6/1/81 Township 6 North, Range 70 East--Lincoln County, NV 6390.68 .5% of 8/8ths .83333% of 8/8ths

- Sec. 4: All
- 6: All
- 7: All
- 8: All
- 9: All
- 10: All
- 15: All
- 16: All
- 17: All
- 18: All

N-31147 6/1/81 Township 6 North, Range 70 East--Lincoln County, NV 6400.00 .5% of 8/8ths .83333% of 8/8ths

- Sec. 20: All
- 21: All
- 22: All
- 23: All
- 24: All
- 25: All
- 26: All
- 27: All
- 28: All
- 36: All

LEASE SERIAL NO.

LEASE DATE

LEASEHOLD DESCRIPTION

ACREAGE SUBJECT TO LEASE ORR ASSIGNED TO CRESTONE ENERGY CORP ORR RETAINED BY CHAMPION RESOURCES, INC.

N-31148

6/1/81

Township 7 North, Range 69 East--Lincoln County, NV

9589.00 .58 of 8/8ths .83333% of 8/8ths

Sec. 241 All Unsurveyed (Protraction Diagram 156)

Township 7 North, Range 70 East--Lincoln County, NV

Unsurveyed (Protraction Diagram 156)

Sec. 41 All

51 All

91 All

161 All

171 All

191 All

211 All

281 All

291 All

301 All

311 All

321 All

331 All

75689

FILED AND RECORDED AT REQUEST OF
CRESTONE ENERGY CORP.
JUNE 21, 1982
 AT 31 MINUTES PAST 1 O'CLOCK
P M IN BOOK 50 OF OFFICIAL
 RECORDS, PAGE 559 LINCOLN
 COUNTY, NEVADA.

Quicks Set
 COUNTY RECORDER

N-31149

6/1/81

Township 1 South, Range 68 East--Lincoln County, NV

1120.54 .58 of 8/8ths .83333% of 8/8ths

Sec. 11 Lots 5-20 (All Available)

Township 1 South, Range 69 East--Lincoln County, NV

Sec. 61 Lots 1,4,5,6,7, SE1/4NW, E1/2SW, NW1/4SE

71 Lots 1,2, NE1/4NW, SE1/4NW, E1/2SE

Township 1 South, Range 69 East--Lincoln County, NV

Sec. 11 All

21 Lots 1, 4, SH1/4NW, S4

31 All

351 All

2179.63 .58 of 8/8ths .83333% of 8/8ths

N-31150

6/1/81