

Talbot's Inc.
1614 COURT PLACE
DENVER COLO. 80202
PHONE 233-1051

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

KNOW ALL MEN BY THESE PRESENTS: That the undersigned M. Ray Wilbanks and Fort Energy Inc.

(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 confessed and acknowledged, does hereby convey, transfer, assign, and set over unto Paul J. Sprouse Jr. of 1829 Pajo St. Colorado Springs, Colorado 80901

of (hereinafter referred to as Assignee), an overriding royalty, free and clear of all cost and expense of development and operation, in the amount of One quarter of one percent (0.0025) of all oil, gas, casinghead gas, and other hydrocarbon substances produced, saved and marketed from the following described land pursuant to that certain oil and gas lease described as follows:

B.L.M. Lease Serial #N - 32110
containing 1,280 acres more or less
in Lincoln county, Nevada

Township 8 North, Range 70 East Mount Diablo Meridian
Section 17: All
Section 29: All

87107
FILED AND RECORDED AT REQUEST OF
Ray Wilbanks
June 15, 1987
A. 1... MINUTES PAGE 1... O'CLOCK
P. 1... IN BOOK 75... OF OFFICIAL
RECORDS PAGE 518... LINCOLN
COUNTY, NEVADA.

FRANK C. HULSE
COUNTY REC...
By M. Ray Wilbanks Deputy

TO HAVE AND TO HOLD the interest herein transferred and assigned unto Assignee, his heirs, devisees, personal representatives, successors and assigns, forever, subject only to the following terms and provisions: that

A. The overriding royalty interest herein transferred is payable out of and only out of the oil and gas produced, saved and marketed, pursuant to the terms and provisions of the above described oil and gas lease.

B. The overriding royalty interest herein provided for shall not, in any event, be paid or accrued upon any oil, gas, casinghead gas and other hydrocarbon substances used for operating, development or production purposes upon the above described lands or unavoidably lost; and no overriding royalty shall be paid upon gas used for repressuring or recycling operations or pressure maintenance operations benefitting said lands.

C. This assignment of overriding royalty is made without warranty of title, either express or implied.

IN WITNESS WHEREOF, Assignor has executed and delivered this assignment of overriding royalty interest as of this 9 day of June, 19 87.

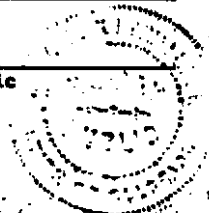
M. Ray Wilbanks
Fort Energy Inc

STATE OF COLORADO)
COUNTY OF _____) ss.

The foregoing instrument was acknowledged before me this 12 day of June, 19 87, by M. Ray Wilbanks.
Witness my hand and notarial seal.
My commission expires _____

My Commission expires 9/3/90

Frank C. Hulse
646 Grand Ave. Notary Public
Grand Jct. Co. 81501



STATE OF Utah
COUNTY OF Salt Lake } ss.

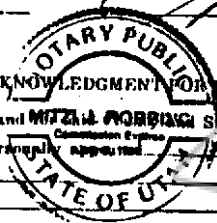
ACKNOWLEDGMENT FOR CORPORATION

Be it remembered that on this 9 day of June, 1989, before me, the undersigned, a Notary Public, duly commissioned, in and for the county and state aforesaid, came Frank G. Pletcher

president of First Energy, Inc. personally known to me to be such officer, and to be the same person who executed as such officer the foregoing instrument of writing in behalf of said corporation, and he duly acknowledged the execution of the same for himself and for said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

My commission expires July 1, 1989
[Signature]
Notary Public



STATE OF _____ } ss. ACKNOWLEDGMENT FOR INDIVIDUAL (Kans. Okla. and Colo.)
COUNTY OF _____

Before me, the undersigned, a Notary Public, within and without the State, on this _____ day of _____, 19____, personally appeared _____ and _____

to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires _____
Notary Public

STATE OF COLORADO, } ss.
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by _____

WITNESS my hand and official seal.
My commission expires: _____

STATE OF NEBRASKA } ss.
COUNTY OF _____

ACKNOWLEDGMENT FOR INDIVIDUAL

On this _____ day of _____, A. D. 19____, before me a Notary Public duly commissioned and qualified for and residing in said County, personally came _____

_____ to me known to be the identical person whose name _____ affixed to the foregoing instrument as grantor and acknowledged the execution thereof to be _____ voluntary act and deed. Witness my hand and Notarial Seal the day and year last above written.

My Notarial Commission expires _____ 19____
Notary Public

STATE OF MONTANA, } ss.
COUNTY OF _____

On this _____ day of _____, in the year 19____, before me, _____, Notary Public, personally appeared _____

known to me to be the person whose name _____ subscribed to the within instrument, and acknowledged to me that _____ executed the same.

Witness my hand and Notarial Seal the date last aforesaid.
My commission expires on the _____ day of _____, 19____

Notary Public for State of Montana
Residing at _____

STATE OF WYOMING, } ss.
COUNTY OF _____

On this _____ day of _____, 19____, before me personally appeared _____

to me known to be the person described in, and who executed the foregoing instrument, and who acknowledged to me that _____ executed the same as _____ free act and deed, including the release and waiver of the right of homestead, the said wife having been by me fully apprised of her right and effect of signing and acknowledging the said instrument.

Given under my hand and seal this _____ day of _____, 19____
My commission expires: _____

Notary Public