

**STIPULATION OF INTEREST
AND
CROSS CONVEYANCE**

STATE OF NEVADA)
)
COUNTY OF LINCOLN)

WHEREAS, the undersigned are owners of leasehold and/or overriding royalty interests as set forth below in the following described lease and the oil, gas and other hydrocarbon substances that may be produced, saved and marketed from the following described lands located in Lincoln County, Nevada to wit:

USA N-52218
TOWNSHIP 6 NORTH, RANGE 64 EAST, MDM

Section 7: LOTS 1-4, E/2, E/2W/2
Section 18: LOTS 1-4, E/2, E/2W/2

WHEREAS, the respective interest of the parties hereto as reflected by the records of said County are uncertain and it is the desire of said parties to clarify the nature and extent of their interests in the above described lease and lands.

NOW THEREFORE, in consideration of the mutual advantages to be derived hereunder, the undersigned parties do hereby agree, declare and stipulate that their interest in the above described lease and the oil, gas and other hydrocarbon substances that may be produced, saved and marketed from the above described lands is as follows:

	<u>Record Title and Operating Rights</u>
Apollo Smith Exploration, a Colorado General Partnership 1125 Seventeenth Street, Suite 2360 Denver, Colorado 80202	100.00%
	<u>Overriding Royalty Interest</u>
Michael R. Diefenderfer 44 Inverness Drive East, Bldg. D Englewood, Colorado 80112	5.00000%
Norman H. Foster 1625 Broadway, Suite 530 Denver, Colorado 80202	.66667%
Spiro G. Vassilopoulos a/k/a Spiro Vassilopoulos Box 1889 Cheyenne, Wyoming 82003-1889	.66667%
A. G. Andrikopoulos Resources, Inc. (formerly known as A. G. Andrikopoulos Oil and Gas, Inc.) P.O. Box 788 Cheyenne, Wyoming 82003-0788	.66666%
Mike S. Johnson a/k/a M.S. Johnson 518 Seventeenth Street, Suite 520 Denver, Colorado 80303	.50000%

Stipulation of Interest and Cross Conveyance

Dated December 1, 1995

Page two

And further, the undersigned parties, and each of them, do hereby grant, bargain, sell and convey to the others, whatever interest is necessary to effectuate the purpose of this instrument.

IN WITNESS WHEREOF, we have signed this instrument, in any number of counterparts, this 1st day of December, 1995.

Michael R. Diefenderfer
Michael R. Diefenderfer

Nancy Diefenderfer
Nancy Diefenderfer, spouse of Michael R. Diefenderfer

Norman H. Foster

Janet L. Foster, spouse of Norman H. Foster

Spiro G. Vassilopoulos, a/k/a Spiro Vassilopoulos

Mary L. Vassilopoulos, spouse of Spiro Vassilopoulos

Attest:

A. G. Andrikopoulos Resources, Inc. formerly known as
A. G. Andrikopoulos Oil and Gas, Inc.

BY:

BY:
A. G. Andrikopoulos, President

Mike S. Johnson a/k/a M. S. Johnson

Katherine V. Johnson, spouse of Mike S. Johnson, a/k/a
M. S. Johnson

Dorothy E. Vincelette, spouse of Richard R. Vincelette

Attest:

Apollo Smith Exploration,
a Colorado General Partnership

BY:

Robert P. Vernon, Sec.

BY:

Conley P. Smith Operating Company, partner
Conley P. Smith, president

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
Page two

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Michael R. Diefenderfer

Nancy Diefenderfer, spouse of Michael R. Diefenderfer

Norman H. Foster

Norman H. Foster

Jane L. Foster

Jane L. Foster, spouse of Norman H. Foster

Spiro G. Vassilopoulos, a/k/a Spiro Vassilopoulos

Mary L. Vassilopoulos, spouse of Spiro Vassilopoulos

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A. G. Andrikopoulos Resources, Inc. formerly known as
A. G. Andrikopoulos Oil and Gas, Inc.

BY: _____

BY: _____
A. G. Andrikopoulos, President

Mike S. Johnson a/k/a M. S. Johnson

Katherine V. Johnson, spouse of Mike S. Johnson, a/k/a
M. S. Johnson

Dorothy E. Vincelette, spouse of Richard R. Vincelette

Attest:

Apollo Smith Exploration,
a Colorado General Partnership

BY: _____
Robert P. Vernon, Sec.

BY: _____
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Conley P. Smith, president

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Michael R. Diefenderfer

Nancy Diefenderfer, spouse of Michael R. Diefenderfer

Norman H. Foster

Janet L. Foster, spouse of Norman H. Foster



Spiro C. Vassilopoulos, a/k/a Spiro Vassilopoulos

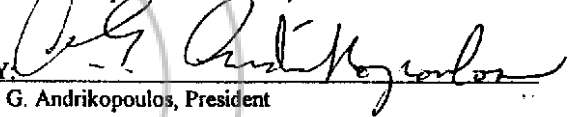


Mary L. Vassilopoulos, spouse of Spiro Vassilopoulos

Attest:

BY: 

A. G. Andrikopoulos Resources, Inc. formerly known as
A. G. Andrikopoulos Oil and Gas, Inc.

BY: 
A. G. Andrikopoulos, President

Mike S. Johnson a/k/a M. S. Johnson

Katherine V. Johnson, spouse of Mike S. Johnson, a/k/a
M. S. Johnson

Dorothy E. Vincelette, spouse of Richard R. Vincelette

Apollo Smith Exploration,
a Colorado General Partnership

Attest:

BY: _____
Robert P. Vernon, Sec.

BY: _____
Conley P. Smith Operating Company, partner
Conley P. Smith, president

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Norman H. Foster

Janet L. Foster, spouse of Norman H. Foster

Spiro G. Vassilopoulos, a/k/a Spiro Vassilopoulos

Mary L. Vassilopoulos, spouse of Spiro Vassilopoulos

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A. G. Andrikopoulos Resources, Inc. formerly known as
A. G. Andrikopoulos Oil and Gas, Inc.

BY: _____

BY: _____

A. G. Andrikopoulos, President

Mike S. Johnson

Mike S. Johnson a/k/a M. S. Johnson

Katherine V. Johnson

Katherine V. Johnson, spouse of Mike S. Johnson, a/k/a
M. S. Johnson

Dorothy E. Vincelette, spouse of Richard R. Vincelette

Attest:

Apollo Smith Exploration,
a Colorado General Partnership

BY: _____

Robert P. Vernon, Sec.

BY: _____

Conley P. Smith Operating Company, partner
Conley P. Smith, president

Lincoln County

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
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Nancy Diefenderfer, spouse of Michael R. Diefenderfer

Norman H. Foster

Janet L. Foster, spouse of Norman H. Foster

Spiro G. Vassilopoulos, a/k/a Spiro Vassilopoulos

Mary L. Vassilopoulos, spouse of Spiro Vassilopoulos

Attest:

A. G. Andrikopoulos Resources, Inc. formerly known as
A. G. Andrikopoulos Oil and Gas, Inc.

BY: _____

BY: _____
A. G. Andrikopoulos, President

Mike S. Johnson a/k/a M. S. Johnson

Katherine V. Johnson, spouse of Mike S. Johnson, a/k/a
M. S. Johnson

Dorothy E. Vincelette

Dorothy E. Vincelette, spouse of Richard R. Vincelette

Attest:

Apollo Smith Exploration,
a Colorado General Partnership

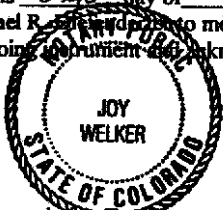
BY: _____
Robert P. Vernon, Sec.

BY: _____
Conley P. Smith Operating Company, partner
Conley P. Smith, president

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
Page three

STATE OF COLORADO)
)
COUNTY OF *Arapahoe*)

On this 5th day of January, 1996, before me personally appeared Michael R. [unclear] to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

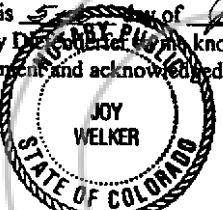


Joy Welker
Notary Public

My Commission Expires:
My Commission Expires Oct. 31, 1998
10-31-98

STATE OF COLORADO)
)
COUNTY OF *Arapahoe*)

On this 5th day of January, 1996, before me personally appeared Nancy D. [unclear] known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.



Joy Welker
Notary Public

My Commission Expires:
My Commission Expires Oct. 31, 1998
10-31-98

STATE OF COLORADO)
)
COUNTY OF)

On this _____ day of _____, 199__, before me personally appeared Norman H. Foster to me known to be the personal described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

Notary Public

My Commission Expires:

Lincoln County

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
Page three

STATE OF COLORADO)
)
COUNTY OF)

On this _____ day of _____, 199____, before me personally appeared Michael R. Diefenderfer to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

Notary Public

My Commission Expires:

STATE OF COLORADO)
)
COUNTY OF)

On this _____ day of _____, 199____, before me personally appeared Nancy Diefenderfer to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.

Notary Public

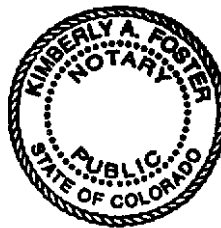
My Commission Expires:

STATE OF COLORADO)
)
COUNTY OF)

On this 21st day of January, 1996, before me personally appeared Norman H. Foster to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

Kimberly A. Foster
Notary Public

My Commission Expires:
4-21-98



My Commission Expires 04-21-1998

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
Page four

STATE OF COLORADO)
)
COUNTY OF)

On this 21st day of January, 1996, before me personally appeared Janet L. Foster to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.

Kimberly A. Foster
Notary Public

My Commission Expires:
4-21-98



My Commission Expires 04-21-1998

STATE OF)
)
COUNTY OF)

I, _____, a Notary Public in and for said county in said State, hereby certify that _____, whose name as _____ of A. G. Andrikopoulos Resources, Inc. is signed to the foregoing Stipulation of Interest and Cross Conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the stipulation and conveyance, he as such officer with full authority, executed the same voluntarily for and as the act of said Company.

Given under my hand and official seal this _____ day of _____, 199__.

Notary Public

My Commission Expires:

STATE OF)
)
COUNTY OF)

On this _____ day of _____, 199__, before me personally appeared Spiro G. Vassilopoulos, a/k/a Spiro Vassilopoulos to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

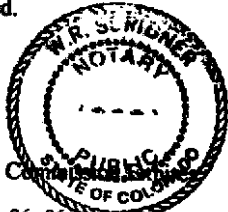
Notary Public

My Commission Expires:

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
Page five

STATE OF COLORADO)
CITY & COUNTY OF DENVER)

On this 12th day of January, 1996, before me personally appeared Mary L. Vassilopoulos to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.



[Signature]

Notary Public

My Commission Expires: 8-26-98
My Commission Expires 8-26-1998

STATE OF COLORADO)
COUNTY OF)

On this _____ day of _____, 199__, before me personally appeared Mike S. Johnson a/k/a M. S. Johnson to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

Notary Public

My Commission Expires:

STATE OF COLORADO)
COUNTY OF)

On this _____ day of _____, 199__, before me personally appeared Katherine V. Johnson to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.

Notary Public

My Commission Expires:

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995
Page five

STATE OF)
)
COUNTY OF)

On this _____ day of _____, 199____, before me personally appeared Mary L. Vassilopoulos to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.

Notary Public

My Commission Expires:

STATE OF COLORADO)
)
COUNTY OF DENVER)

On this 2nd day of JANUARY, 1996, before me personally appeared Mike S. Johnson a/k/a M. S. Johnson to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that he executed the same as his free act and deed.

E. J. Johnson
Notary Public

My Commission Expires:
5-26-96

STATE OF COLORADO)
)
COUNTY OF DENVER)

On this 3rd day of JANUARY, 1996, before me personally appeared Katherine V. Johnson to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.

E. J. Johnson
Notary Public

My Commission Expires:
5-26-96

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

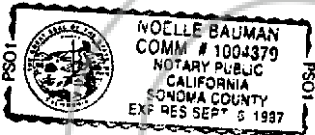
State of California

County of Sonoma

On 1-9-96 before me, Noelle Bauman, Notary Public

personally appeared Dorothy E. Vinelotte

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Noelle Bauman
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- Individual
- Corporate Officer
- Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

Signer's Name: _____

- Individual
- Corporate Officer
- Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

Stipulation of Interest and Cross Conveyance
Dated December 1, 1995

COPY

104715
RECORDED AT REQUEST OF
Conley P. Smith
January 26, 1996
01 MINUTES PAST 1 OF
P. 117 OF
REC. 208

Yuriko Setzer
By Yselia Boucher, deputy