

PARTIAL ASSIGNMENT OF OIL, GAS AND MINERAL LEASES

THE STATE OF UTAH

COUNTY OF SEVIER

**DOC # 00357188**

Assignment of Oil & Gas Lease B: 0611 P: 0873  
Jayrene B Nielsen Sevier County Recorder Page 1 of 79  
11/10/2008 02:29:03 PM Fee \$1194.00 By HANNON & ASSOCIATI



Pioneer Oil and Gas, whose address is 1206 W. South Jordan Parkway, Unit B, South Jordan, Utah 84095 and (hereinafter referred to as "Assignor"), for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid, the receipt and sufficiency of which are hereby acknowledged, has BARGAINED, GRANTED, SOLD, TRANSFERRED, ASSIGNED and CONVEYED, and does by these presents BARGAIN, GRANT, SELL, TRANSFER, ASSIGN and CONVEY, subject to the reservations and other matters set forth below, unto OXY USA Inc., whose address is 5 Greenway Plaza, Suite 110, Houston, Texas 77046-0504 (hereinafter referred to as "Assignee") the following:

1. an undivided eighty percent (80%) of Assignor's 25% leasehold working interest in the Oil, Gas and/or Mineral Leases described in Exhibit "A" attached hereto and made a part hereof,

as the above said Leases may have been amended, modified, extended and/or ratified (hereinafter, as amended, modified, extended and/or ratified, referred to as "the Leases").

TO HAVE AND TO HOLD the Leases in the undivided percentage set forth above unto Assignee, its respective successors and assigns, forever, subject to the following:

Subject to the terms and provisions of each of the Leases; and

Subject to the terms and obligations of that certain unrecorded Participation Agreement effective May 20, 2008, by and between Assignor and Assignee.

Assignor reserves unto itself, its respective successors and assigns, in the proportions in which the Leases are owned by Assignor, a proportionately reduced overriding royalty interest in the Leases equal to the difference between the lessor's royalty and twenty-two and one-half percent (22.5%) of 8/8ths of the oil, gas and other hydrocarbons produced from the lands covered by the Leases, proportionately reduced to the interest conveyed herein. It is understood and agreed that any royalties or overriding royalty interests existing and of record as of the date of this Assignment in excess of the lessor's royalty shall be absorbed by the Assignor's reserved overriding royalty interest, it being the intent of Assignor and Assignee that Assignee receive a proportionately reduced seventy-seven and one-half percent (77.5%) net revenue interest in each of the Leases from Assignor.