

STATE OF UTAH)
COUNTY OF BOX ELDER)

RECORDER NO: 67286H RECORDED: NOV 24 1978
FEE \$ 121.00 TIME 3:00 PM BOOK 313 PAGE 40
Margaret R. Evans, Box Elder Co. Recorder *Margaret R. Evans*

KNOW ALL MEN BY THESE PRESENTS:

THAT the undersigned KENNETH D. LUFF and ROBERT L. NANCE, 1730 Colorado State Bank Building, Denver, Colorado 80202 (hereinafter referred to as "Assignors") for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, to them in hand paid by THE LOUISIANA LAND AND EXPLORATION COMPANY, Western Division, Suite 1500, Denver Club Building, 518-17th Street, Denver, Colorado 80202 and NORTH CENTRAL OIL CORPORATION, 4545 Post Oak Place Drive, Suite 301, Houston, Texas 77027 (hereinafter referred to as "Assignees") do hereby assign, transfer, set over, and convey unto Assignees, Seventy-five Percent (75%) of Assignors' Twenty-eight Percent (28%) in the following proportions:

THE LOUISIANA LAND AND EXPLORATION COMPANY....50% of 28% (14%)
NORTH CENTRAL OIL CORPORATION.....25% of 28% (7%)

their heirs, successors and assigns, without warranty of title either express or implied, in and to all of Assignors' right, title and interest, as shown above, in and to the oil and gas leases described in Exhibit "A", attached hereto and made a part hereof, and recorded in Box Elder County, Utah.

TO HAVE AND TO HOLD unto Assignees, their heirs, successors, and assigns forever, subject to all previous agreements and assignments relative and pertinent to the oil and gas leases in Exhibit "A".

This Assignment is made subject to all terms and provisions of the Exhibit "A" leases and to all existing royalties and overriding royalties, of which royalties and overriding royalties Assignees, by the acceptance hereof, agree to assume their pro rata share.

If the lessor or lessors in any of the leases described in Exhibit "A" own(s) less than the entire undivided mineral fee in said lands, then the interest herein assigned, as to said leases, shall be reduced in the proportion which the mineral interest of the lessor or lessors in said land bears to the entire and undivided mineral fee estate.

The terms and provisions of this Assignment shall be deemed to be covenants running with the land and leases herein assigned and shall be binding upon and inure to the benefit of the parties hereto, their heirs, successors and assigns.

EXECUTED this 24th day of October, 1978.

Kenneth D. Luff
KENNETH D. LUFF

Robert L. Nance
ROBERT L. NANCE

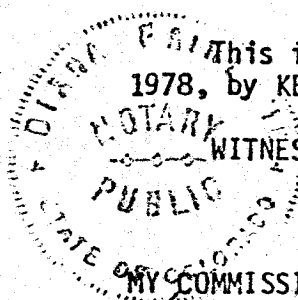
ACKNOWLEDGMENT

STATE OF COLORADO)
COUNTY OF DENVER) ss.

This instrument acknowledged before me this 24th day of October, 1978, by KENNETH D. LUFF and ROBERT L. NANCE.

WITNESS my hand and official seal.

Diana Fairbank
Notary Public



Sept. 10, 1979

LEASE SCHEDULE

SEE LEASES

EXHIBIT "A", PAGE 2

STATE OF Utah

COUNTY OF Box Elder

LEASE NO.

LESSOR

LESSEE

DATE

DESCRIPTION

GROSS Acres

Net ACRE

RECORDED BOOK PAGE

BOOK 313 PAGE 42

LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	GROSS Acres	Net ACRE	RECORDED BOOK PAGE
006	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-10N, R-7W, S1M Section 27: W $\frac{1}{2}$ " V $\frac{1}{2}$ 28: All " V $\frac{1}{2}$ 29: All " V $\frac{1}{2}$ 30: Lots 1,2,3,4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ (All) " V $\frac{1}{2}$ 31: Lots 1,2,3,4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ (All)	2879.90	2799.90	291 452-3
007	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-10N, R-7W, S1M Section 32: All " V $\frac{1}{2}$ 33: All " V $\frac{1}{2}$ 34: All T-10N, R-8W, S1M Section 1: Lots 3,4,5,6, S $\frac{1}{2}$ N $\frac{1}{2}$, SW $\frac{1}{2}$ (W $\frac{1}{2}$) " V $\frac{1}{2}$ 3: Lots 1,2,3,4 (All)	2376.84	1896.84	292 469-70
008	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-10N, R-6W, S1M Section 11: All " V $\frac{1}{2}$ 13: All " V $\frac{1}{2}$ 15: E $\frac{1}{2}$ " V $\frac{1}{2}$ 23: All " V $\frac{1}{2}$ 25: All " V $\frac{1}{2}$ 35: E $\frac{1}{2}$	3200.00	3200.00	291 454-5
009	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-8N, R-7W, S1M Section 1: Lots 1,2,3,4 (All) " V $\frac{1}{2}$ 3: Lots 1,2,3,4,5,6, S $\frac{1}{2}$ N $\frac{1}{2}$, SW $\frac{1}{2}$, W $\frac{1}{2}$ SE $\frac{1}{2}$ " V $\frac{1}{2}$ 9: Lots 1,2 T-9N, R-6W, S1M Section 7: Lots 1,2,3,4, E $\frac{1}{2}$ W $\frac{1}{2}$ (W $\frac{1}{2}$) " V $\frac{1}{2}$ 19: Lots 1,2,3,4, E $\frac{1}{2}$ W $\frac{1}{2}$ (W $\frac{1}{2}$) " V $\frac{1}{2}$ 31: Lots 1,2,3,4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ (All) " V $\frac{1}{2}$ 33: SW $\frac{1}{2}$	2114.56	2114.56	291 456-7

LEASE SCHEDULE
EXHIBIT "A", PAGE 3 STATE OF Utah COUNTY OF Box Elder

TR 01/	LESSOR	LESSEE	DATE	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
010	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-9N, R-7W, S1M Section 2: S4 " 3: Lots 1,2,3,4, S4N4,S4 (All) " 5: Lots 1,2,3,4,S4N4,S4 (All) " 6: Lots 1,2,3,4,5,6,7,S4NE4, S4NW4, E4SW4, SE4 (All) " 9: All	2880.48	2560.48	291 377-8
011	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-9N, R-7W, S1M Section 10: All " 11: All " 12: Lots 2,3, SE4NW4, NE4SW4 " 13: Lots 1,2,3,4, W4 (All) " 15: All	2517.50	2085.75	291 459-9
012	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-9N, R-7W, S1M Section 16: All " 17: E4 " 21: All " 23: All " 25: Lots 1,2,3,4, W4 (All)	2665.30	2239.02	291 460-1
013	First Security Bank of Utah, National Association, as Trustee Bank under Trust Agreement dated 5/29/62 between Val A. Browning, et al	Filon Exploration Corporation	3/10/77	T-8N, R-6W, S1M Section 4: Lots 1,2,3,4,S4N4,S4 (All) " 5: Lots 1,2,3,4,5,6,7,8, S4NE4, SE4NW4, E4SW4 (All) " 6: Lots 1,2,3,4,5,6,7, (All) " 9: Lot 1, N4, N4SW4, SE4SW4, SE4 (All) " 16: Lots 1,2,3,4, E4W4, E4 (All)	2506.97	2506.97	291 462-3

FEE LEASES

EXHIBIT "A", PAGE 4 STATE OF UTAH COUNTY OF Box Elder

LEASE SCHEDULE

LEASER NO.	LESSOR	LESSEE	DATE	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
UT 01/ 015-A	James G. DeFlon and Virginia I. DeFlon	Filon Exploration Corporation	3/11/77	T-9N, R-7W, S1M Section 22: N $\frac{1}{2}$ T-10N, R-7W, S1M Section 18: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, NE $\frac{1}{4}$ (being N $\frac{1}{2}$) T-10N, R-8W, S1M Section 24: All	1280.12	960.12	291 464-5
BOOK 313 PAGE 44	Nathan J. Harris and Ann H. Harris	Filon Exploration Corporation	3/28/77	T-10N, R-8W, S1M Section 24: E $\frac{1}{2}$	320.00	160.00	291 466-7
UT 01/ 032-A	George W. Miller, et ux	Filon	6/22/77	T-9N, R-7W, S1M Sec. 3: Lots 1,2,3,4, S $\frac{1}{2}$ N $\frac{1}{2}$, S $\frac{1}{2}$ (ALL) Sec. 9: All Sec. 11: All Sec. 13: Lots 1,2,3,4, W $\frac{1}{2}$ (ALL) Sec. 15: All Sec. 21: All Sec. 23: All Sec. 25: Lots 1,2,3,4, W $\frac{1}{2}$ (ALL) Sec. 27: All Sec. 35: Lots 1,2,3,4, N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$ (ALL)	6844.94	4227.80825	294 134-32

LESSOR LESSSEE DATE DESCRIPTION ACRES RECORDED BOOK PAGE

UT 01/ 032-A

Continued

T-10N, R-7W, SIM
 Sec. 27: W^{1/2}
 Sec. 33: All

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