

ASSIGNMENT OF OVERRIDING ROYALTY

KNOW ALL MEN BY THESE PRESENTS, that:

KEY ORDER NO:	87315H	RECORDED:	AUG 28 1981
FEE \$	75.50	TIME	12:15
BOOK	349	PAGE	403
Margaret R. Evans, Box Elder Co. Recorder <i>M. R. Evans</i> Deputy			

WHEREAS, Kenneth D. Luff, whose offices are located at 1580 Lincoln Street, Suite 850, Denver, Colorado 80203, and Robert L. Nance, whose address is P.O. Box 2536, Billings, Montana 59103, and Crux, Ltd., whose address is One Denver Place, Suite 1810, Denver, Colorado 80202, hereinafter sometimes collectively referred to as "Assignors", are the owners of an overriding royalty interest in each of the leasehold estates identified and described in the schedule identified as "Exhibit A to Assignment of Overriding Royalty - South Rozelle Point Prospect, Box Elder County, Utah", which is attached to this instrument and is by this reference incorporated herein, and

WHEREAS, said overriding royalty may be subject to reduction as set forth in the instrument by which the interest was created, and

WHEREAS, the overriding royalty is equivalent to five percent (5%) of the oil, gas and other substances which are produced, saved and sold from said leasehold estates and now owned by the Assignors in shares of one-twelfth, one-twelfth and eighty-three percent (83%) respectively, and

WHEREAS, each of the assignors desire to assign forty percent (40%) of his interest in said overriding royalty interest, in equal shares to J. J. Oomrigar, 1700 Broadway, Suite 2216, Denver, Colorado 80290, Norman H. Foster, 4071 South Holly Street, Englewood, Colorado 80111, and Edward D. Dolly, Route 7, Box 340 B, Evergreen, Colorado 80439, which will result in a division of the said overriding royalty interest as follows:

Crux, Ltd.	2.50000%
J. J. Oomrigar	0.66667%
Norman H. Foster	0.66667%
Edward D. Dolly	0.66666%
Kenneth D. Luff	0.25000%
Robert L. Nance	0.25000%
	<u>5.00000%</u>

NOW, THEREFORE, Kenneth D. Luff and Joyce A. Luff, his wife, Robert L. Nance and Penni W. Nance, his wife, and Crux, Ltd., a Nevada corporation, for and in consideration of ten dollars (\$10.00) and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, grant, bargain, sell, assign, transfer and convey forty percent (40%) of the overriding royalty reserved to each of the assignors in the assignment of interest in said leasehold estates which they have heretofore executed and delivered by assignors to Depco, Inc., in equal shares to said J. J. Oomrigar, Norman H. Foster and Edward D. Dolly.

This assignment is made without warranty of title, either express or implied, and is executed this 19th day of June, 1981.

JOYCE A. LUFF

Joyce A. Luff

KENNETH D. LUFF

Kenneth D. Luff

PENNI W. NANCE

Penni W. Nance

ROBERT L. NANCE

Robert L. Nance

ATTEST:

Marta Bern

CRUX, LTD.

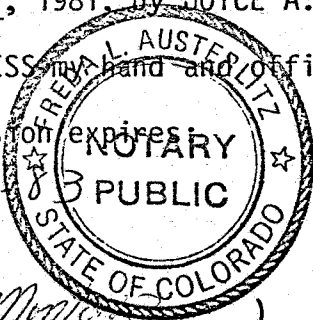
By: [Signature]

STATE OF COLORADO)
COUNTY OF DENVER) SS

The foregoing instrument was acknowledged before me on this 19th day of June, 1981, by JOYCE A. LUFF and KENNETH D. LUFF.

WITNESS my hand and official seal.

My commission expires 2-4-83



Freda L. Austerlitz
Notary Public

STATE OF Montana)
COUNTY OF Yellowstone) SS

On this 22nd day of June, 1981, before me, Barbara J. Porcell, a Notary Public, personally appeared PENNI W. NANCE, and ROBERT L. NANCE to me known to be the persons described in and who executed and delivered the foregoing instrument, and acknowledged to me that they executed the same as their free act and deed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 22nd day of June, 1981.

My commission expires:
July 15, 1982

Barbara J. Porcell
Notary Public in and for said County and State

STATE OF Colorado
COUNTY OF Denver) SS

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On this 10th day of July, 1981, before me, Barbara L. Wick, a Notary Public, appeared L. Guilford, to me personally known, who being by me duly sworn, did say that he is the President of CRUX, LTD., and the seal affixed to said instrument is the corporate seal of said Corporation, and that said instrument was signed, sealed and delivered in behalf of said Corporation by authority of its Board of Directors, and said L. Guilford acknowledged said instrument to be the free act and deed of said Corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 10th day of July, 1981.

My commission expires:



Barbara L. Wick
Notary Public in and for said County
and State

EASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	ACRES		RECORDING	
					GROSS	NET	BOOK	PAGE
77-B	Marvin Friedman as Trustee under the will of Elaine Friedman	Filon Expl. Corp.	10-24-77	T9N - R7W Section 19: NW/4 T9N - R8W Section 25: NW/4	13.33		298	852
77-C	Security Pacific Bank, Trustee under the will of Dorothy K. Dechter	Filon Expl. Corp.	1-1-78	T9N - R7W Section 19: NW/4 T9N - R8W Section 25: NW/4	13.33		305	379
82-B	Mary McCandles, a widow, acting by and through her Attorney-in-Fact, Tarin O'Brien	Filon Expl. Corp.	11-30-77	T9N - R7W Section 21: A11 Section 23: A11 Section 25: Lots 1,2,3,4, W/2 (A11) Section 27: A11 Section 35: Lots 1,2,3,4, N/2, N/2 S/2 (a11)	180.29		302	9

LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	ACRES GROSS	NET	RECORDING BOOK	PAGE
13	First Security Bank of Utah, National Assn., as Trustee Bank under Trust Agreement dated 5-29-62	Filon Expl. Corp.	3-10-77	T8N - R6W Section 4: Lots 1,2,3,4, S/2 N/2, S/2 (A11) Section 5: Lots 1,2,3,4,5,6,7, 8, S/2 NE/4, SE/4 NW/4, E/2 SW/4 (A11) Section 6: Lots 1,2,3,4,5,6,7, (A11) Section 9: Lot 1, N/2, N/2 SW/4, SE/4 SW/4, SE/4 (A11) Section 16: Lots 1,2,3,4, E/2 W/2, E/2 (A11)	2506.97	2506.97	291	462
5-A	James G. DeFlon and Virginia I. DeFlon	Filon Expl. Corp.	3-11-77	T9N - R7W Section 22: N/2	320.00	320.00	291	464
32-A	George W. Miller and Gladys L. Miller	Filon Expl. Corp.	6-22-77	T9N - R7W Section 21: A11 Section 23: A11 Section 25: Lots 1, 2, 3, 4, W/2 (A11) Section 27: A11 Section 35: Lots 1, 2, 3, 4, N/2, N/2 S/2 (A11)	2377.94	180.29	294	134
35-A	Fred E. Keeler, II and Laurine L. Keeler	Filon Expl. Corp.	9-1-77	T9N - R7W Section 19: NW/4 T9N - R8W Section 25: E/2, NW/4	640.00	560.00	297	361
7-A	Adelje Walsh, et al, as Trustees of the estate of Francz Hamilton Foss	Filon Expl. Corp.	9-1-77	T9N - R7W Section 19: NW/4 T9N - R8W Section 25: NW/4	53.34		298	881

LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	ACRES	RECORDING
					GROSS NET	BOOK PAGE
04	First Security Bank of Utah, National Assn., as Trustee Bank under Trust Agreement dated 5-29-62	Filon Expl. Corp.	3-10-77	T9N - R7W Section 26: N/2 Section 27: A11 Section 28: N/2, SW/4 Section 33: Lots 1, 2, 3, 4, N/2, N/2 S/2 (A11) Section 35: Lots 1, 2, 3, 4, N/2, N/2 S/2 (A11) Section 36: Lots 1, 2, 3, 4, 5, 6, NW/4, N/2 SW/4. (A11)	2831.61 2538.47	291 375
09	First Security Bank of Utah, National Assn., as Trustee Bank under Trust Agreement dated 5-29-62	Filon Expl. Corp.	3-10-77	T8N - R7W Section 1: Lots 1, 2, 3, 4, (A11) Section 3: Lots 1, 2, 3, 4, 5, 6, S/2 N/2, SW/4, W/2 SE/4 (A11) Section 9: Lots 1, 2 Section 19: Lots 1, 2, 3, 4, E/2 W/2 (W/2) Section 31: Lots 1, 2, 3, 4, E/2 W/2, E/2 (A11) Section 33: SW/4.	1794.56 1794.56	291 456
12	First Security Bank of Utah, National Assn., as Trustee Bank under Trust Agreement dated 5-29-62	Filon Expl. Corp.	3-10-77	T9N - R7W Section 21: A11 Section 23: A11 Section 25: Lots 1, 2, 3, 4, W/2 (A11)	1705.36 1279.02	291 462

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