

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

BOOK 360 PAGE 498

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, JOHN E. HOFFMAN,
Suite 461, Denver Club Building, 518 - 17th Street, Denver, Colorado 80202

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 AMCOLE ENERGY CORPORATION, 4825 LBJ Freeway,

of Dallas, Texas 75234

hereinafter referred to as Assignee, an overriding royalty, free and clear of all cost and expense of development and operation, in the amount of .041675% of 8/8ths 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:
OR
leases

RECORDER NO: **92567H** | RECORDED: **JUL 15 1982**
FEE 259.00 | TIME 3:30 | BOOK 360 | PAGE 198
Margaret R. Evans, Box Elder Co. Recorder *Margaret R. Evans*
Deputy

See Exhibit "A" Attached Hereto And Made Part Hereof.

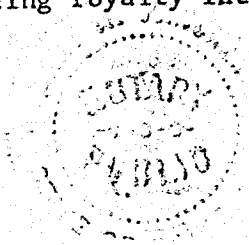
TO HAVE AND TO HOLD the interest herein transferred and assigned unto Assignee, his heirs, devisees, personal representatives, successors and assigns, forever, subject only to the following terms and provisions: that

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 of 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 10th day of May, 19 82.



John E. Hoffman

JOHN E. HOFFMAN
L.K. Hoffman

L.K. HOFFMAN (Assignor's Spouse)

STATE OF COLORADO)
COUNTY OF Denver) ss.

The foregoing instrument was acknowledged before me this 10th day of May, 19 82, by John E. Hoffman and L.K. Hoffman.
Witness my hand and notarial seal.

Margaret R. Evans

Notary Public
Address: 461 Denver Club Bldg., Denver, Co. 80202

My Commission Expires: April 13, 1986

ASSIGNEE'S REQUEST FOR APPROVAL OF ASSIGNMENT

A. ASSIGNEE CERTIFIES THAT

1. Assignee is over 21 years of age
2. Assignee is a citizen of the United States
3. Assignee is Individual Municipality Association Corporation
4. Assignee is the sole party in interest in this assignment (*information as to interests of other parties in this assignment must be furnished as prescribed in Specific Instructions*)
5. Filing fee of \$10 is attached (*see Item 2 of General Instructions*)
6. Assignee's interests, direct and indirect, do not exceed 200,000 acres in oil and gas options, or 246,080 chargeable acres in options and leases in the same state, or 300,000 chargeable acres in leases and options in each leasing district in Alaska.

B. ASSIGNEE AGREES to be bound by the terms and provisions of the lease described here, provided the assignment is approved by the Authorized Officer of the Bureau of Land Management.

C. IT IS HEREBY CERTIFIED That the statements made herein are true, complete, and correct to the best of under-signed's knowledge and belief and are made in good faith.

Executed this 24th day of June, 1982.

ATTEST:

AMCOLE ENERGY CORPORATION

Pat Dunlap
Pat Dunlap, Assistant Secretary

By Frank W Cole
(Assignee's Signature)

Frank W Cole, President
People's Bank Building
6510 Abrams Suite 550
Dallas, Texas 75231

(Address, include zip code)

Title 18 U.S.C., Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious, or fraudulent statements or representations as to any matter within its jurisdiction.

Harry A. Pines, James
 Courtney Challis III,
 and Adele Walsh, Trustees
 Under Will of Francz
 Hamilton Foss deceased; and
 Fred E. Keeler, II

Exxon USA

2-22-78

10 years

Township 8 North - Range 10 West, SLM
 Section 19: Lots 1, 2, 3, 4, 5, 6, 9, SW $\frac{1}{4}$ SE $\frac{1}{4}$
 29: Lot 1
 31: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 Township 10 North - Range 6 West, SLM
 Section 3: Lots 1, 2, 3, 4, 5, SW $\frac{1}{4}$ NE $\frac{1}{4}$, S $\frac{1}{2}$ NW $\frac{1}{4}$,
 SE $\frac{1}{4}$ except railroad
 Township 11 North - Range 5 West, SLM
 Section 7: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 Township 11 North - Range 6 West, SLM
 Section 15: NW $\frac{1}{4}$, E $\frac{1}{2}$
 27: Lots 1, 2, S $\frac{1}{2}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$, SE $\frac{1}{4}$
 33: NW $\frac{1}{4}$, E $\frac{1}{2}$
 Township 12 North - Range 5 West, SLM
 Section 32: NW $\frac{1}{4}$
 Township 12 North - Range 6 West, SLM
 Section 7: Lots 1, 2, 5, 6, 7, 8, E $\frac{1}{2}$ NW $\frac{1}{4}$, W $\frac{1}{2}$ E $\frac{1}{2}$
 11: Lots 1, 2, 5, NE $\frac{1}{4}$, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$ SE $\frac{1}{4}$, NW $\frac{1}{4}$ SE $\frac{1}{4}$
 29: NW $\frac{1}{4}$, E $\frac{1}{2}$
 31: Lots 1, 2, 5, 6, W $\frac{1}{2}$ NE $\frac{1}{4}$, E $\frac{1}{2}$ NW $\frac{1}{4}$, SE $\frac{1}{4}$
 Township 12 North - Range 7 West, SLM
 Section 1: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$
 3: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$
 5: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$
 6: Lots 1, 2, 3, 4, 5, S $\frac{1}{2}$ NE $\frac{1}{4}$, SE $\frac{1}{2}$ NW $\frac{1}{4}$, SE $\frac{1}{4}$
 9: NW $\frac{1}{4}$, E $\frac{1}{2}$
 11: NW $\frac{1}{4}$, E $\frac{1}{2}$
 15: NW $\frac{1}{4}$, E $\frac{1}{2}$
 17: NW $\frac{1}{4}$, E $\frac{1}{2}$
 18: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 23: NW $\frac{1}{4}$, E $\frac{1}{2}$
 25: NW $\frac{1}{4}$, E $\frac{1}{2}$
 27: NW $\frac{1}{4}$, E $\frac{1}{2}$
 33: NW $\frac{1}{4}$, E $\frac{1}{2}$
 35: NW $\frac{1}{4}$, E $\frac{1}{2}$

(Description continued on Page Seven)

303/849

(Description continued from Page Six)

Township 12 North - Range 8 West, SLM

- Section 9: NW $\frac{1}{4}$, E $\frac{1}{2}$
 11: NW $\frac{1}{4}$, E $\frac{1}{2}$
 21: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 23: NW $\frac{1}{4}$, E $\frac{1}{2}$
 27: NW $\frac{1}{4}$, E $\frac{1}{2}$
 29: NW $\frac{1}{4}$, E $\frac{1}{2}$
 31: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$ except
 railroad

- 33: NW $\frac{1}{4}$, E $\frac{1}{2}$, except railroad
 35: NW $\frac{1}{4}$, E $\frac{1}{2}$

Township 12 North - Range 9 West, SLM

- Section 1: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$
 3: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$
 19: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 29: NW $\frac{1}{4}$, E $\frac{1}{2}$
 31: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$ except
 railroad

Township 12 North - Range 10 West, SLM

- Section 19: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 21: NW $\frac{1}{4}$, E $\frac{1}{2}$, except railroad
 23: SE $\frac{1}{4}$
 29: NW $\frac{1}{4}$, E $\frac{1}{2}$

Township 13 North - Range 5 West, SLM

- Section 27: Lots 1, 2, 3, 4, W $\frac{1}{2}$ E $\frac{1}{2}$, NW $\frac{1}{4}$
 36: E $\frac{1}{2}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$ NE $\frac{1}{4}$, SE $\frac{1}{4}$

Township 13 North - Range 6 West, SLM

- Section 11: NW $\frac{1}{4}$, E $\frac{1}{2}$
 31: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

Township 13 North - Range 7 West, SLM

- Section 21: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 27: NW $\frac{1}{4}$, E $\frac{1}{2}$
 29: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$
 34: SE $\frac{1}{4}$
 35: NW $\frac{1}{4}$, E $\frac{1}{2}$

(Description continued on Page Eight)

(Description continued from Page Seven)

Township 13 North - Range 8 West, SLM
 Section 3: Lots 1, 2, 3, 4, 5, 6, 7, 8, 13, 14, S1NW4
 5: Lots 1, 2, 3, 4, S1NW4, SE4
 7: Lots 1, 2, E1NW4, E1
 10: NW4, E1
 15: NW4, E1
 17: Lots 1, 2, 3, 4, 5, SE4NW4, S1NE4, SE4
 19: Lots 1, 2, 5, 6, 7, 8, E1NW4, W1E1
 21: NW4, E1
 22: NW4
 27: NW4, E1
 29: NW4, E1
 30: Lots 1, 2, E1NW4
 31: Lots 1, 2, 5, 6, 7, 8, W1E1, E1NW4
 Township 13 North - Range 9 West, SLM
 Section 1: Lots 1, 2, 3, 4, S1N1, SE4
 3: Lots 1, 2, 3, 4, S1N1, SE4
 5: Lots 1, 2, 3, 4, S1N1, SE4
 7: Lots 1, 2, E1NW4, E1
 9: NW4, E1
 11: NW4, E1
 13: NW4, E1
 15: Lot 1, E1NW4, SW4NW4, E1
 17: NW4, E1
 21: NW4, E1
 23: NW4, E1
 24: NW4, E1
 25: NW4, E1
 27: NW4, E1
 29: NW4, E1
 33: NW4, E1
 35: NW4, E1
 36: NW4, E1

(Description continued on Page-Nine)

(Description continued from Page Eight)

Township 13 North - Range 10 West, SLM
Section 1: Lots 1, 2, 5, 6, 7, 8, S $\frac{1}{2}$ NE $\frac{1}{4}$, SE $\frac{1}{4}$

3: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$

5: Lots 1, 2, 3, 4, S $\frac{1}{2}$ N $\frac{1}{2}$, SE $\frac{1}{4}$

7: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

9: NW $\frac{1}{4}$, E $\frac{1}{2}$

13: NW $\frac{1}{4}$, E $\frac{1}{2}$

15: NW $\frac{1}{4}$, E $\frac{1}{2}$

17: NW $\frac{1}{4}$, E $\frac{1}{2}$

19: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

21: NW $\frac{1}{4}$, E $\frac{1}{2}$

23: NW $\frac{1}{4}$, E $\frac{1}{2}$

27: NW $\frac{1}{4}$, E $\frac{1}{2}$

Township 14 North - Range 6 West, SLM
Section 29: NW $\frac{1}{4}$, E $\frac{1}{2}$

32: NW $\frac{1}{4}$, E $\frac{1}{2}$

Township 14 North - Range 7 West, SLM
Section 6: SE $\frac{1}{4}$ except 2 acres deeded
in Book 7, Page 358 of County
records.

7: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

Township 14 North - Range 8 West, SLM

Section 7: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

9: N $\frac{1}{2}$, N $\frac{1}{2}$ SE $\frac{1}{4}$, SE $\frac{1}{4}$ SE $\frac{1}{4}$

15: SE $\frac{1}{4}$, E $\frac{1}{2}$ NE $\frac{1}{4}$, SW $\frac{1}{2}$ NE $\frac{1}{4}$, SE $\frac{1}{2}$ NW $\frac{1}{4}$

17: NW $\frac{1}{4}$, E $\frac{1}{2}$

19: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

23: NW $\frac{1}{4}$, E $\frac{1}{2}$

27: NW $\frac{1}{4}$, E $\frac{1}{2}$

28: NW $\frac{1}{4}$, E $\frac{1}{2}$

29: NW $\frac{1}{4}$, E $\frac{1}{2}$

31: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, E $\frac{1}{2}$

32: NW $\frac{1}{4}$, E $\frac{1}{2}$

33: NW $\frac{1}{4}$, E $\frac{1}{2}$

35: Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 15, 16

(Description continued on Page Ten)

(Description continued from Page Nine)

Township 14 North - Range 9 West, SLM

Section 1: Lots 1, 2, 3, 4, S1/2, SE1/4

5: Lots 1, 2, 3, 4, S1/2, SE1/4

7: Lots 1, 2, E1/2NW1/4, E1/2

9: NW1/4, E1/2

13: NW1/4, E1/2

15: SE1/4

17: NW1/4, E1/2

19: Lots 1, 2, E1/2NW1/4, E1/2

21: NW1/4, E1/2

23: NW1/4, E1/2

25: NW1/4, E1/2

27: NW1/4, E1/2

29: NW1/4, E1/2

31: Lots 1, 2, E1/2NW1/4, E1/2

33: NW1/4, E1/2

35: NW1/4, E1/2

Township 14 North - Range 10 West, SLM

Section 19: Lots 1, 2, E1/2NW1/4, SE1/4

21: NW1/4, E1/2

23: NW1/4, E1/2 except railroad

25: NW1/4, E1/2

27: NW1/4, E1/2

29: NW1/4, E1/2

31: Lots 1, 2, E1/2NW1/4, E1/2

33: NW1/4, E1/2

35: NW1/4, E1/2

Township 15 North - Range 7 West, SLM

Section 31: Lots 1, 2, E1/2NW1/4, E1/2

Township 15 North - Range 8 West, SLM

Section 29: Lots 1, 2, S1/2SE1/4

36: SE1/2SE1/4

Township 15 North - Range 9 West, SLM

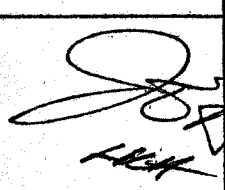
Section 25: Lots 1, 2, S1/2SE1/4

27: Lots 1, 2, S1/2SE1/4

29: Lots 1, 2, S1/2SE1/4

33: NW1/4, E1/2

(Description continued on Page Eleven)

				<p>(Description continued from Page Ten)</p> <p><u>Township 15 North - Range 10 West, SLM</u> <u>Section 25:</u> Lots 1,2,S½SE¼ 27: Lots 1,2,S½SE¼ 29: Lots 1,2,S½SE¼ 31: Lots 1,2,E½NW¼,E½ 33: NW¼,E½</p> <p><u>Township 9 North - Range 7 West, SLM</u> <u>Section 7:</u> Lots 1,2,E½NW¼,E½ 19: E½ 31: Lots 5,6,NE¼</p> <p>Containing 66,622.68 acres, more or less Box Elder County, Utah</p> 
<p>Harry A. Pines, James Courtney Challis III, and Adele Walsh, Trustee Under Will of Francz Hamilton Foss, deceased, and Fred E. Keeler II</p>	<p>Exxon USA</p>	<p>2-22-78</p>	<p>10 years</p>	<p><u>Township 16 South - Range 30 East B.M.</u> <u>Section 7:</u> Lot 2, N½SE¼ 9: NW¼SE¼,S½SE¼ 11: S½SE¼ 15: NW¼,E½ 17: NW¼,E½ 19: Lot 2,SE¼NW¼ 21: NW¼,E½ 23: NW¼,E½ 25: NW¼,E½ 27: NW¼,E½ 29: NW¼,E½</p> <p><u>Township 16 South - Range 31 East, B.M.</u> <u>Section 17:</u> SW¼NE¼,S½NW¼,NW¼SE¼,S½SE¼ 19: Lots 1,2,E½NW¼,E½ 21: NW¼,E½ 23: SW¼NE¼,S½NW¼,NW¼SE¼,S½SE¼ 25: Lots 2,3,4,NW¼NW¼,S½NW¼,SW¼NE¼ 27: Lots 1,2,N½ 29: Lots 1,2,N½</p> <p>(Description continued on Page Twelve)</p>

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 Township 16 South - Range 32 East, B.M.
 Section 25: SW1SE1
 Containing 6,168.95 acres, more or less
 Oneida County, Idaho

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