

RECORDER'S NO. 65333H RECORDED AUG 25 1976

FEE \$ 136.00 TIME 12:30 PM BOOK 309 PAGE 659
 MARGARET R. EVANS - BOX ELDER COUNTY RECORDER *M. R. Evans*

ASSIGNMENT OF OIL AND GAS LEASES

Deputy

KNOW ALL MEN BY THESE PRESENTS:

THAT FILON EXPLORATION CORPORATION, A Colorado corporation of 1700 Broadway, Suite 2216, Denver, Colorado, 80290, hereinafter sometimes called "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 are hereby acknowledged, to it in hand paid by KENNETH D. LUFF & ROBERT L. NANCE, 1730 Colorado State Bank Building, 1600 Broadway, Denver, Colorado, 80202; GLENN A. DOW, 475 Capitol Life Center, Denver, Colorado 80203; T. KEITH MARKS, 475 Capitol Life Center, Denver, Colorado, 80203; TOM JORDAN, 1700 Broadway, Suite 2216, Denver, Colorado, 80290; and CRUX LIMITED, 1776 Lincoln Street, Suite 912, Denver, Colorado, 80203, hereinafter sometimes called "Assignees", does hereby assign, transfer, set over and convey unto Assignees, in the following proportions:

KENNETH D. LUFF & ROBERT L. NANCE	Undivided 23%
GLENN A DOW	Undivided 7%
T. KEITH MARKS	Undivided 7%
TOM JORDAN	Undivided 14%
CRUX LIMITED	Undivided 14%

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

TO HAVE AND TO HOLD unto Assignees, their heirs, successors and assigns forever, subject to the understanding between the parties hereto in the letter agreement dated June 21, 1977.

Should any party hereto desire to surrender, release or abandon said Exhibit "A" leases, or any of them, or any lease or leases taken in lieu thereof, either in whole or in part, such party shall notify all other parties of such desire, in writing, which, in any event, shall be at least sixty (60) days prior to any rental payment date next ensuing. All notices to parties hereto shall be given at the addresses shown herein unless otherwise notified.

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" owns 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.

Assignees shall be obligated to Assignor for the payment of their proportionate share at the time, of all delay rentals, and unless otherwise notified as specified herein, Assignor shall pay all delay rentals for the account of Assignees and Assignees shall be obligated to pay their pro rata share of such rentals. However, Assignor in no way assumes any liability for failure to pay, or the misplayment of, any rental payments.

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 6th day of June, 1977.

ATTEST:

[Handwritten Signature]
Assistant Secretary

FILON EXPLORATION CORPORATION

By: *[Handwritten Signature]*
Treasurer

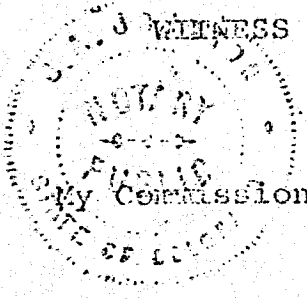
ACKNOWLEDGEMENT

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

On June 6th, 1976, personally appeared before me, a Notary Public, STEVE R. OLTMAN, Treasurer of Filon Exploration Corporation, who acknowledged to me that he executed the above instrument for and on behalf of Filon Exploration Corporation.

WITNESS my hand and seal the day and year last above written.

[Handwritten Signature]
J. A. JOHNSON Notary Public



My Commission expires: July 27, 1980

LEASE SCHEDULE

EXHIBIT "A", PAGE 1 STATE OF Utah COUNTY OF BOX Elder

LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	GROSS ACREAGE	NET ACREAGE	RECORDED BOOK PAGE
003-A	Thomas S. Harris and Betty G. Harris	Filon Exploration Corporation	3/7/77	T-10N, R-6W, SIM Section 24: W ₂	320.00	26.666	291 444-5
003-B	Alvin L. Harris and Della C. Harris	Filon Exploration Corporation	3/8/77	T-10N, R-6W, SIM Section 24: W ₂	320.00	53.332	291 446-7
003-C	Arvill B. Harris	Filon Exploration Corporation	3/8/77	T-10N, R-6W, SIM Section 24: W ₂	320.00	53.332	291 448-9
003-D	Helson L. Peterson and Weldon J. Peterson	Filon Exploration Corporation	3/14/77	T-10N, R-6W, SIM Section 24: W ₂	320.00	26.667	292 467-8
004	First Security Bank of Utah, National Associa- tion, 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, SIM Section 26: N ₂ " 27: All " 28: All " 33: Lots 1, 2, 3, 4, N ₂ , N ₂ S ₂ (All) " 35: Lots 1, 2, 3, 4, N ₂ , N ₂ S ₂ (All)	2991.61	2698.47	291 375-8
005	First Security Bank of Utah, National Associa- tion, 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-8W, SIM Section 1: Lots 1, 2, 3, 4, S ₂ N ₂ , S ₂ (All) T-10N, R-7W, SIM Section 17: S ₂ " 19: Lots 1, 2, 3, 4, E ₂ N ₂ , E ₂ (All) " 20: All " 21: All	2679.06	2679.06	291 450-1

1977
ADVISED BY 10-10-77
SEE LEASES

LEASE SCHEDULE
EXHIBIT "A", PAGE 2 STATE OF Utah COUNTY OF Box Elder

LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	GROSS ACRES	NET ACRES	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, SIM Section 27: W ₂ " 28: All " 29: All " 30: Lots 1,2,3,4, E ₁ W ₂ , E ₂ (All) " 31: Lots 1,2,3,4, E ₁ W ₂ , E 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, SIM Section 32: All " 33: All " 34: All T-10N, R-8W, SIM Section 1: Lots 3,4,5,6, S ₁ NW ₂ , SW ₂ (W 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-8W, SIM Section 11: All " 13: All " 15: E ₂ " 23: All " 25: All " 35: E 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-9N, R-7W, SIM Section 1: Lots 1,2,3,4 (All) " 3: Lots 1,2,3,4,5,6, S ₁ N ₂ , SW ₂ , W ₁ SE ₂ (All) " 9: Lots 1,2- T-9N, R-6W, SIM Section 7: Lots 1,2,3,4, E ₁ W ₂ (W ₂) " 19: Lots 1,2,3,4, E ₁ W ₂ (W ₂) " 31: Lots 1,2,3,4, E ₁ W ₂ , E ₂ (All) " 33: SW ₂	2114.56	2114.56	291 456-7

SCHOOL POINT PROJECT

13-778
EXHIBIT A-1-63

EXHIBIT "A". PAGE 3 STATE OF Utah COUNTY OF BOX Elder

LEASE SCHEDULE

RURAL LEASE PROJECT

LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
UT 01/ 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, S1N Section 2: S4 3: Lots 1, 2, 3, 4, S1N, S4 (All) 5: Lots 1, 2, 3, 4, S1N, S4 (All) 6: Lots 1, 2, 3, 4, 5, 6, 7, S1N, S4, E1SW1/4, E1SW1/2, S1E1/4 (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, S1N Section 10: All 11: All 12: Lots 2, 3, S1E1/4, N1E1/2SW1/4 13: Lots 1, 2, 3, 4, W1 (All) 15: All	2517.59	2085.75	291 458-5
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, S1N Section 16: All 17: S4 21: All 23: All 25: Lots 1, 2, 3, 4, W1 (All)	2665.30	2259.02	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-2N, R-6W, S1M Section 4: Lots 1, 2, 3, 4, S1N1/2, S4 (All) 5: Lots 1, 2, 3, 4, 5, 6, 7, 8, S1E1/2, S1E1/4, E1SW1/4 (All) 6: Lots 1, 2, 3, 4, 5, 6, 7, 7 (All) 9: Lot 1, W1, N1SW1/4, S1E1SW1/4, E1W1/4 (All) 16: Lots 1, 2, 3, 4, E1W1/4, S1E1/4 (All)	2506.97	2506.97	291 462-3

FEE LEASES

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

LEASE SCHEDULE

LEASE 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	<input checked="" type="checkbox"/> T-9N, R-7W, SIM Section 22: N $\frac{1}{2}$ <input checked="" type="checkbox"/> T-10N, R-7W, SIM Section 18: Lots 1, 2, E $\frac{1}{2}$ NW $\frac{1}{4}$, NE $\frac{1}{4}$ (being N $\frac{1}{2}$) <input checked="" type="checkbox"/> T-10N, R-8W, SIM Section 24: All	1280.12	960.12	291 464-5
016-A	Nathan J. Harris and Ann K. Harris	Filon Exploration Corporation	3/28/77	<input checked="" type="checkbox"/> T-10N, R-8W, SIM Section 24: E $\frac{1}{2}$	320.00	160.00	291 466-7
UT 01/ 032-A	George W. Miller, et al	Filon	6/22/77	<input checked="" type="checkbox"/> T-9N, R-7W, SIM Sec. 3: Lots 1, 2, 3, 4, SW $\frac{1}{4}$, SE $\frac{1}{2}$ (All) <input checked="" type="checkbox"/> Sec. 9: All <input checked="" type="checkbox"/> Sec. 11: All <input checked="" type="checkbox"/> Sec. 13: Lots 1, 2, 3, 4, W $\frac{1}{2}$ (All) <input checked="" type="checkbox"/> Sec. 15: All <input checked="" type="checkbox"/> Sec. 21: All <input checked="" type="checkbox"/> Sec. 23: All <input checked="" type="checkbox"/> Sec. 25: Lots 1, 2, 3, 4, W $\frac{1}{2}$ (All) <input checked="" type="checkbox"/> Sec. 27: All <input checked="" type="checkbox"/> Sec. 35: Lots 1, 2, 3, 4, NW $\frac{1}{4}$, NE $\frac{1}{4}$ (All)	6894.94	422.88	294 134

MOZEL POINT PROJECT

11773
REVISED 6-1-42

PIT LEASES

LEASE SCHEDULE

EXHIBIT "A", PAGE 5 STATE OF IOWA COUNTY OF BOY HOWARD

UT 01/	LEASE NO.	LESSOR	LESSEE	DATE	DESCRIPTION	ACRES	RECORDED BOOK PAGE
	032-A	Continued			<p>7-10N, R-7W, SIM</p> <p>✓ Sec. 27: W₂ ✓ Sec. 33: All ✓</p> <p>ASSTD. IN BOOK One of the page 107 ✓</p> <p>4 of the pg. 291, 292, 293, 513, 10 of the 124, 334, 331, 355, 361, 445-1 11 of the - 155, 157, 159, 428, 434. 12 of the 61, 63, 221. 13 of the - 149, 189, 191, 193, 194, 337, 338 ✓ 15 of the - 193, 203, 205, 209, 223, 225 ✓ 227. Q of the pg - 13. H of the pg 382 P of the pg 497 R of the pg 88 V of the pg. 417, 421 X of the pg 394, Y of the pg. 19, 48, 280, 281, 282, 462, 463, 475, 295, 222 Z of the pg. 59, 108, 174, 250, 251, 280, 285, 456, 457, 222</p>		294/34

See page 107