KNOW ALL MEN BY THESE PRESENTS:

RECORDER NO: 674461 RECORDED: DEC 4 1978

FEE 41250 | TIME 1230 PM BOOK 3/3 | PAGE 285

Margaret Riffyens, Box Elder Co. Recorder Mangaret Cond

CEIGINAL.

TURN

That for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, FILON EXPLORATION CORPORATION of 1700 Broadway, Suite 2216, Denver, Colorado 80290 and NORTH CENTRAL OIL CORPORATION, 4545 Post Oak Place Drive, Suite 301, Houston, Texas 77027 (hereinafter referred to as "Assignors"), do hereby bargain, sell, transfer, assign and convey unto DOME PETROLEUM CORP. of 1600 Broadway, Suite 1500, Denver, Colorado 80202; THE LOUISIANA LAND & EXPLORATION COMPANY with offices at 518-17th Street, Suite 1500, Denver, Colorado 80202; CRUX LTD. of 1776 Lincoln Street, Denver, Colorado 80203; KENNETH D. LUFF of 1730 Colorado State Bank Building, Denver, Colorado 80202; ROBERT L. NANCE of P. O. Box 2536, Billings, Montana 59103; NORTH CENTRAL OIL CORPORATION of 4545 Post Oak Place Drive, Suite 301, Houston, Texas 77027 and FLYING DIAMOND OIL CORPORATION of 1700 Broadway, Suite 900, Denver, Colorado 80290 (hereinafter referred to as "Assignees"), in the following proportions:

DOME PETROLEUM CORP		36%
THE LOUISIANA LAND & EXI		
COMPANY		20%
CRUX LTD		
KENNETH D. LUFF		
ROBERT L. NANCE		
NORTH CENTRAL OIL CORPOR		
FLYING DIAMOND OIL CORPO	ORATION	4%

their heirs, successors and assigns, without warranty of title either express or implied, all of their remaining right, title and interest in and to the oil and gas lease described as follows, insofar, but only insofar, as to the lands described:

Lessor: First Security Bank of Utah, National Association as Trustee Bank under Trust Agreement and conveyance in Trust dtd May 29, 1962, between Val A. Browning, et al, First Security Bank of Utah, N.A., and Matt

S. Browning

Lessee: Filon Exploration Corporation

Lease Date: March 10, 1977

Recorded: Book 291, Page 375, records of Box Elder Co. UT

Description: Township 9 North, Range 7 West Section 28: SE¹/₄

Assignors except from this assignment and reserve unto themselves an Overriding Royalty of one-sixteenth (1/16th) of Eight eighths (8/8ths); two-thirds (2/3rds) in favor of Filon Exploration Corporation and one-third (1/3rd) in favor of North Central Oil Corporation, of all of the oil, gas hydrocarbons and all other associated substances produced, saved, and sold under the terms of the above described oil and gas lease insofar as it covers the lands

particularly described above; provided, however, that if the Lessor in said lease owns less than the entire and undivided mineral fee in said lands, then the Overriding Royalty herein reserved will be reduced proportionately.

Assignees, by acceptance hereof, agree that if the Palezoic Test Well provided for in that certain Letter Agreement dated June 21, 1977, between Filon Exploration Corporation as seller and Kenneth D. Luff, Robert L. Nance, Crux Limited, Glenn A. Dow and T. Keith Marks, as purchasers, is drilled and completed as a commercial producer of oil and/or gas, then at such time as the well, or otherwise, the cost of drilling, completing and equipping said well, plus the cost of operating the same until the payout date, then Filon Exploration Corporation and North Central Oil Corporation shall have the option, to be exercised jointly and not severally, of converting the aforementioned Overriding Royalty into an undivided Thirty percent (30%) working interest in said well and the production therefrom and in the oil and gas lease covered by this assignment insofar as it covers the lands heretofor particularly described, which Thirty percent (30%) working interest shall be owned in the proportion of Two-thirds (2/3) by Filon Exploration Corporation and One-third (1/3) by North Central Oil Corporation

This Assignment is made subject to all the terms and the express and implied covenants and conditions of the described oil and gas lease, to the extent of the rights hereby assigned. Assignees agree to assume and be responsible for the performance of all the obligations of Assignors pursuant to said lease insofar as it covers the lands heretofor particularly described.

The terms, covenants and conditions hereof shall be binding upon, and shall inure to the benefit of, Assignors and Assignees and their respective successors or assigns; and such terms, covenants and conditions shall be covenants running with the lands herein described and the leased acreage herein assigned and with each transfer or assignment of said land or leased acreage.

This Assignment is further made expressly subject to all of the conditions, covenants, reservations and exceptions set forth in that certain Letter Agreement dated June 21, 1977 between Filon Exploration Corporation and Kenneth D. Luff, Robert L. Nance, Crux Limited, Glenn A. Dow and T. Keith Marks, and also that

BOOK 313 PAGE 287

certain Operating Agreement dated April 1, 1978. This Assignment is made without warranty of title, either express or implied. Executed this 23rd day of October 1978.

	ASSIGNOR	
ATTEST:		FILON EXPLORATION CORPORATION
M. Commiga-		By: Sleve R. atman
Assistant Secretary		
ATTEST:		NORTH CENTRAL OIL CORPORATION
mune mani		By: Charles K. Kitls
	ASSIGNEES	
ATTEST:		THE LOUISIANA LAND AND EXPLORATION COMPANY
		By: Jung Ka Jenniss
ATTEST:		DOME PETROLEUM CORP.
		By: C. Gent, Attorney-in-Fact W
ATTEST:		CRUX LTD.
		By Hand Miller
KENNETH D. LUFF		ROBERT LA NANCE Robert LA NANCE Robert LA NANCE
Kell A. Ly		Robert Nhuer
ATTEST:		NORTH CENTRAL OIL CORPORATION
Jamas has		By: Charles K. titls
ATTEST:		FLYING DYAMOND OIL CORPORATION
Muhal H. North		By: Allow
Michael H. North, Asst. Secretary		D/E. Brown, Exec. Vice President

BOOK 313 PAGE 288 UTAH CORPORATE ACKNOWLEDGMENT

STATE OF COLORADO)	
COUNTY OF DENVER) ss.	
On the 23 ² day of October Sieve ROLTMAN, also being by me duly sworn (or affirmed), did	, 1978, personally appeared before me,
being by me duly sworn (or affirmed), did TReasure of FILON EXPLORATION	say that he is the N CORPORATION, and that said instrument uthority of its by-laws (or by resolution
was signed in behalf of said company by a of its board of directors) and said <u>Siev</u> to me that said corporation executed the	e R. Ohtmow acknowledged
NOWAY-	$\bigcap_{i=1}^{n} \bigcap_{j=1}^{n} \bigcap_{i=1}^{n} \bigcap_{j=1}^{n} \bigcap_{j=1}^{n} \bigcap_{i=1}^{n} \bigcap_{j=1}^{n} \bigcap_{j=1}^{n} \bigcap_{i=1}^{n} \bigcap_{j=1}^{n} \bigcap_{j=1}^{n} \bigcap_{j=1}^{n} \bigcap_{j=1}^{n} \bigcap_{i=1}^{n} \bigcap_{j=1}^{n} \bigcap_{j$
My/Commission Expires: July 27, 1980	J.A. Johnson Notary Public
	Westminster, Co- Residing at
	Residing at
<u>UTAH CORPORATE AC</u>	KNOWLEDGMENT
STATE OF COLORADO)	
STATE OF COLORADO) ss. COUNTY OF DENVER)	
On the 9th day of November E. C. Gent , also known being by me duly sworn (or affirmed), did	, 1978, personally appeared before me,
being by me duly sworn (or affirmed), did	say that he is the <u>Attorney-in-Fact</u> RP. and that said instrument
was signed in behalf or said company by a of its board of directors) and said <u>E. asaid corporation executed the same.</u>	uthority of its by-laws (or by resolution <u>C. Gent</u> acknowledged to me that
My Commission Expires: Commission expires Octob	er 16, 1982 Mary K. Marcum
	Notary Public
	Nexuer, Colo, Residing at
UTAH CORPORATE AC	<u>KNOWLEDGMENT</u>
STATE OF COLORADO)	
COUNTY OF DENVER) SS.	
On the 6 day of November	as, who
of THE LOUISIANA	say that he is the <u>Vine VinesiDern</u> LAND & EXPLORATION COMPANY, and that said
instrument was signed in behalf of said c resolution of its board of directors) and	ompany by authority of its by-laws (or by said cerry L. Lenniss
acknowledged to me that said corporation	executed the same.
My Commission Expires: 3.26-82	Jame Mario
그는 현 강대의 회원들을 살아보는 사람들이 있는 그들이 가는 그는 그는 그를 가는 것이다.	Notary Public
T color	Residing at
- アン・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・・	RECIDING AT

BOOK 313 PAGE 289 UTAH CORPORATE ACKNOWLEDGMENT

STATE OF CALIFORNIA)	보고 않는 아내는 화장에 그리는 그는 왜 얼굴에 먹었다.
) ss. COUNTY OF SAN FRANCISCO)	마스 등 시간에 가장 등 보다. 하스 왕조 (), 시간 () 경기를 받아 들어 가장 나 내 들이 사건 () 경기를 받았다. 그리고 있는 () 전기를 받아 들었다.
	per, 1978, personally appeared before me, known as , who, being by me
duly sworn (or affirmed), did say of CRUX LTD., and that said instruauthority of its by-laws (or by re	
the same.	
My Commission Expires:	
July 2, 1982	Trucca E. Helliams
OFFICIAL SEAL	Notary Public San Francisco, California
PRISCILLA E. WILLIAMS NOTARY PUBLIC - CALIFORNIA	Residing at
CITY & COUNTY OF SAN FRANCISCO My Commission Expires July 2, 1982 UTAH INDIVID	<u>UAL ACKNOWLEDGMEN</u> T
STATE OF Colorado)	
county of flenver) ss.	
me robbites. I wall	, 1978, personally appeared before , the signer of the above instrument, who
duly acknowledged to me that he ex	ecuted the same.
	Miana Haufando Notary Public
S TO BLU S	Notary Fubric
My Commission Expires: Affil 10,1	Place of Residence
	UAL ACKNOWLEDGMENT
STATE OF Coloradox	마시 마시 마시 마시 그는 그들은 이 마시 이 마시
COUNTY OF flenver) ss.	
COUNTY OF flenver) ss.	nlus, 1978, personally appeared before me signer of the above instrument, who duly d the same.
COUNTY OF Stenner) ss. fon the att day of Stoner leant fill the test, the	nlus, 1978, personally appeared before me signer of the above instrument, who duly d the same.
COUNTY OF Seewer) ss. fon the att day of Shown the acknowledged to me that he execute	nlus, 1978, personally appeared before me signer of the above instrument, who duly d the same. Notary Public
COUNTY OF Seewer) ss. fon the att day of Shown the acknowledged to me that he execute	1979 Denver Colorado
COUNTY OF Humer) ss. fon the Att day of Hour the acknowledged to me that he execute PUBLIC STARY	d the same. Dairland
COUNTY OF Lienver) Ss. County Of Lienver) And the Att day of Lienver Acknowledged to me that he execute OTAN My. Commission Expires April 10. OF COSS. UTAN	1979 Denver Colorado
COUNTY OF Linux State Of Linux State Of TEXAS	1979 Denver Johnston Place of Residence
COUNTY OF Lienver) Ss. County Of Lienver) And the Att day of Lienver Acknowledged to me that he execute OTAN My. Commission Expires April 10. OF COSS. UTAN	1979 Denver Johnston Place of Residence
COUNTY OF LEWEN SS. COUNTY OF LEWEN SS. COUNTY OF TEXAS COUNTY OF HARRIS On the A7th day of OCTOM CHARLES R. FIRTH S.	Notary Public 1979 Place of Residence CORPORATE ACKNOWLEDGMENT 1978, personally appeared before me, who, being
COUNTY OF LEWEN SS. COUNTY OF LEWEN SS. On the ATT day of Lover, the acknowledged to me that he execute OF COUNTY OF TEXAS STATE OF TEXAS On the ATT day of OCT CHARLES R. PIRTLE Dy me duly sworn (or affirmed), di	Notary Public 1979 Place of Residence CORPORATE ACKNOWLEDGMENT Corporate Acknowledgment 1978, personally appeared before me, also known as, who, being desay that he is the
On the Atlanta the execute acknowledged to me that he execute with the execute of County of HARRIS On the Atlanta the execute of County of HARRIS On the Atlanta the execute of North Central signed in behalf of said company to of its board of directors) and said	Notary Public 1979 Place of Residence CORPORATE ACKNOWLEDGMENT Corporate Acknowledged to me that Notary Public Notary Public Notary Public Notary Public Place of Residence Place of Residence Place of Residence
On the Atlanta the execute acknowledged to me that he execute with the execute of COUNTY OF HARRIS On the Atlanta the execute of COUNTY OF HARRIS On the Atlanta the execute of the exec	Notary Public 1979 Place of Residence CORPORATE ACKNOWLEDGMENT Corporate Acknowledged to me that Notary Public Notary Public Notary Public Notary Public Place of Residence Place of Residence Place of Residence
On the Atlanta the execute acknowledged to me that he execute with the execute of County of HARRIS On the Atlanta the execute of County of HARRIS On the Atlanta the execute of North Central signed in behalf of said company to of its board of directors) and said	Notary Public 1979 Place of Residence CORPORATE ACKNOWLEDGMENT Corporate Acknowledged to me that Notary Public Notary Public Notary Public Notary Public Place of Residence Place of Residence Place of Residence
On the Atlanta the execute acknowledged to me that he execute with the execute of County of HARRIS On the Atlanta the execute of County of HARRIS On the Atlanta the execute of North Central signed in behalf of said company to of its board of directors) and said	Notary Public Notary Public Notary Public Place of Residence CORPORATE ACKNOWLEDGMENT Corporate Acknowledgement Corporate Acknowledgement Corporate Acknowledgement Corporation, and that said instrument was by authority of its by-laws (or by resolution acknowledged to me that acknowledg

BOOK 313 PAGE 290 UTAH CORPORATE ACKNOWLEDGMENT

STATE OF COLORADO	하다가 이 이 얼마는 다음 다시를 맺어 있
COUNTY OF DENVER) ss.	
On the 31st day of October	, 1978, personally appeared before
me, D. E. Brown , also known being by me duly sworn (or affirmed), did s	as , who,
being by me duly sworn (or affirmed), did s	ay that he is the <u>Executive Vice</u>
<u>President</u> , of FLYING DIAMO	ND OIL CORPORATION, and that said
instrument was signed in behalf of said com	pany by authority of its by-laws
(or by resolution of its board of directors) and said <u>D. E. Brown</u>
acknowledged to me that said corporation ex	ecuted the same.
	Marlene Harl Notary Public
My Commission Expires: 12-23-79	Notary Public
D	
My Commission Expires: 12-23-79	Denver, Colorado
Corno	Residing at

ABSTD. IN MON. 4 OF SEC PAGE 273 Rednotes