

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB NO. 42-R1599

Serial No.	N-14219
New Serial No.	Same

ASSIGNMENT AFFECTING RECORD TITLE
TO OIL AND GAS LEASE
PART I

Gulf Oil Corporation
P. O. Box 1392
Bakersfield, CA 93302

The undersigned, as owner of 100 percent of record title of the above-designated oil and gas lease issued effective (date) September 1, 1977, hereby transfers and assigns to the assignee shown above, the record title interest in and to such lease as specified below.

2. Describe the lands affected by this assignment (43 CFR 3101.2-3)
Township 25 N., Range 53 E., MD Mer., Eureka County, Nevada
 Section 5: Lots 1, 2, SE/4 NE/4, NE/4 SE/4
 Section 6: SW/4 SE/4
 Section 7: E/2
 Section 8: S/2, S/2 N/2, NE/4 NE/4
 Section 17: All
 Section 18: E/2
 Section 19: Lots 3, 4, E/2, E/2 SW/4
 containing 2,472.90 acres, more or less

3. What part of assignor(s) record title interest is being conveyed to assignee? (Give percentage or share) 100%
4. What part of the record title interest is being retained by assignor(s)? None
- 5a. What overriding royalty or production payments is the assignor reserving herein? (See Item 4 of General Instructions; specify percentage.) 3%
- b. What overriding royalties or production payments, if any, were previously reserved or conveyed? (Percentage only) None

It is agreed that the obligation to pay any overriding royalties or payments out of production of oil created herein, which, when added to overriding royalties or payments out of production previously created and to the royalty payable to the United States, aggregate in excess of 17 1/2 percent, shall be suspended when the average production of oil per well per day averaged on the monthly basis is 15 barrels or less.

I CERTIFY That the statements made herein are true, complete, and correct to the best of my knowledge and belief and are made in good faith.

Executed this 4th day of November, 1977.
 Edward J. Ackman (Assignor's Signature)
 1776 Lincoln St., Suite 811, Denver, CO 80203
 (Assignor's Signature)

ST. MARY PARISH LAND COMPANY
 By Will C. Long Vice-President
 ATTEST: Linda A. DeWorth Secretary
 (Assignor's Address)



George G. Anderman
 George G. Anderman (Assignor's Signature)
 1776 Lincoln St., Suite 506, Denver, CO 80203

1776 Lincoln Street, Suite 910
 Denver Colorado 80203
 (City) (State) (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.

THE UNITED STATES OF AMERICA

Assignment approved as to the lands described below:

Same as item #2.

Assignment approved effective 12-1-77

By Roger A. Donnell
 (Authorized Officer)

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 Chief, Lands & Minerals Operations 12-12-77

(Title) (Date)

3' 08025-00

ASSIGNEE'S REQUEST FOR APPROVAL OF ASSIGNMENT

A. ASSIGNEE CERTIFIES THAT

1. Assignee is over the age of majority
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 \$25 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 undersigned's knowledge and belief and are made in good faith.

Executed this _____ day of _____, 1977.

ATTEST:

GULF OIL CORPORATION

By _____

(Assignee's Signature)

ATTORNEY IN FACT

P. O. Box 1392

Bakersfield, California 93302

(Address, include zip code)

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GENERAL INSTRUCTIONS

1. *Use of form* - Use only for assignment of record title interest in oil and gas leases. Do not use for assignments of working or royalty interests, operating agreements, or subleases. An assignment of record title may only cover lands in one lease. If more than one assignment is made out of a lease, file a separate instrument of transfer with each assignment.
2. *Filing and number of copies* - File three (3) completed and manually signed copies in appropriate land office. A \$25 non-refundable filing fee must accompany assignment. File assignment within ninety (90) days after date of final execution.
3. *Effective date of assignment* - Assignment, if approved, takes effect on the first day of the month following the date of filing of all required papers.
4. *Overriding royalties or payments out of production* - Describe in an accompanying statement any overriding royalties or payments out of production created by assignment but not set out therein. If payments out of production are reserved by assignor, outline in detail the amount, method of payment, and other pertinent terms.
5. *Effect of Assignment* - Approval of assignment of a definitely described portion of the leased lands creates separate leases. Assignee, upon approval of assignment, becomes lessee of the Government as to the assigned interest and is responsible for complying with all lease terms and conditions, including timely payment of annual rental and maintenance of any required bond; except in the case of assignment of undivided interests, royalties, and operating agreements.
6. A copy of the executed lease, out of which this assignment is made, should be made available to assignee by assignor.

SPECIFIC INSTRUCTIONS

(Items not specified are self-explanatory)

PART I

Item 1 - Type or print plainly, in ink, between and below heavy dots, the assignee's full name and mailing address, including zip code.

PART II

A. Certification of assignee

3. If assignee is an association or partnership, assignee must furnish a certified copy of its articles of association or partnership, with a statement that (a) it is authorized to hold oil and gas leases, (b) that the person executing the assignment is authorized to act on behalf of the organization in such matters; and (c) names and addresses of members controlling more than 10% interest.

If assignee is a corporation, it must submit a statement containing the following information: (a) State in which it was incorporated; (b) that it is authorized to hold oil and gas leases; (c) that officer executing assignment is authorized to act on behalf of the corporation in such matters; and (d) percentage of voting stock and percentage of all stock owned by

aliens or those having addresses outside the United States. If 10 percent or more of the stock of any class is owned or controlled by or on behalf of any one stockholder, a separate showing of his citizenship and holdings must be furnished.

If evidence of qualifications and ownership has previously been furnished as required by the above, reference by serial number of record in which it was filed together with a statement as to any amendments. Qualifications of assignee must be in full compliance with the regulations (43 CFR 3102)

4. *Statement of interests* - Assignee must indicate whether or not he is the sole party in interest in the assignment; if not, assignee must submit, at time assignment is filed, a signed statement giving the names of other interested parties. If there are other parties interested in the assignment, a separate statement must be signed by each and assignee giving the nature and extent of the interest of each, the nature of agreement between them, if oral; and a copy of agreement, if written. All interested parties must furnish evidence of their qualifications to hold such lease interests. Separate statements and written agreements, if any, must be filed no later than fifteen (15) days after filing assignment.

BOOK

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The undersigned, GULF OIL CORPORATION, hereby requests approval of assignment of the following designated oil and gas lease(s) or offers to lease:

N-14219

RECEIVED
Bureau of Land Management
NEVADA LAND OFFICE

10:00
A. M. NOV 18 1977

which assignment(s) is (are) herewith submitted in triplicate.

Gulf Oil Corporation certifies as follows:

NEVADA STATE OFFICE
RENO, NEVADA

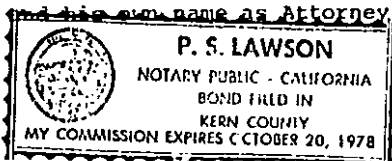
1. Gulf Oil Corporation is a corporation organized under the laws of the Commonwealth of Pennsylvania and is authorized to own and hold United States Oil and Gas Leases.
2. The interest of Gulf Oil Corporation, including the interest acquired by it under the assignment herewith submitted, direct and indirect, in oil and gas leases, applications and offers therefor, and in options for such leases or interests therein, does not exceed in the aggregate 246,080 chargeable acres in any one state, of which not more than 200,000 acres are held under option, or exceed 300,000 acres in each of the northern and southern leasing districts of Alaska, of which not more than 200,000 acres are held under option in each of said leasing districts.
3. The qualifications of Gulf Oil Corporation to hold oil and gas leases covering lands of the United States are filed with the Bureau of Land Management in Washington, D. C. in BLM-066100. The percentage of voting stock and of all stock of Gulf Oil Corporation owned by aliens or those having addresses outside of the United States is less than 1%. There is no stockholder of Gulf Oil Corporation owning or holding more than 10% of the stock.
4. M. W. Lovelace Attorney in Fact for Gulf Oil Corporation, is authorized to execute instruments pertaining to oil and gas leases covering lands of the United States as shown by Power of Attorney to him from the corporation made in compliance with the requirements of 43 C.F.R. now on file in the following Sacramento land office of the Bureau of Land Management: Serial Number CA3000, Reno, Nevada N-7015.
5. The undersigned Attorney in Fact for Gulf Oil Corporation states that his power of attorney is still in effect and that there is no agreement or understanding, either verbal or written between him and Gulf Oil Corporation, or with any other person, by which the undersigned Attorney in Fact or any other person has received or is to receive any interest in the oil and gas lease or offer to lease or interest therein assigned to Gulf Oil Corporation by the assignment herewith submitted, including royalty interest or interest in an operating agreement thereunder.
6. Gulf Oil Corporation, assignee or one of the assignees in the assignment herewith submitted, states that it is the sole party in interest in the assignment herewith submitted to the extent of the interest thereby assigned to it.
7. Gulf Oil Corporation maintains a nationwide bond in the amount of \$150,000 with the Bureau of Land Management in Washington, D. C.
8. Applicant agrees to be bound by the terms and provisions of the oil and gas lease described in the assignment herewith submitted, provided the assignment is approved by the Bureau of Land Management.
9. A filing fee of \$25.00 is remitted herewith.
10. It is hereby certified that the statements made herein are true, complete and correct to the best of the undersigned's knowledge and belief, and are made in good faith.

EXECUTED this 14th day of November, 1977.
 RECORDED AT THE REQUEST OF Gulf Oil Corporation
 on September 18 19 78 at 01 mins. past 8 A. M. In GULF OIL CORPORATION
 Book 66 of OFFICIAL RECORDS, page 90-92, RECORDS OF BY [Signature]
 FUREKA COUNTY, NEVADA. WILLIS A. DePAOLI Recorder Its Attorney in Fact
 File No. 66267 Fee \$ 5.00

STATE OF CALIFORNIA)
) SS.
 COUNTY OF KERN)

On November 14, 1977, before me, the undersigned, a Notary Public in and for said State, personally appeared M. W. Lovelace, known to me to be the person whose name is subscribed to the within instrument, as the Attorney in Fact of GULF OIL CORPORATION, and acknowledged to me that he subscribed the name of GULF OIL CORPORATION thereto as principal and his own name as Attorney in Fact.

WITNESS my hand and official seal.



66267

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