

Recording Requested by, and  
When Recorded, Mail to:

SANTA FE ENERGY COMPANY  
4900 California Avenue  
Tower A, Suite 400  
Bakersfield, CA 93309

133031

MEMORANDUM OF OIL AND GAS LEASE

THIS MEMORANDUM OF OIL AND GAS LEASE is made and entered into this 1st day of December, 1982, by and between BRAVO OIL COMPANY, a Texas corporation, hereinafter called "Lessor", and SUN OPERATING LIMITED PARTNERSHIP, RAMCO-NYL 1987 LIMITED PARTNERSHIP and RB OPERATING COMPANY, formerly READING & BATES PETROLEUM CO., and SANTA FE ENERGY COMPANY, hereinafter collectively called "Lessee".

Lessor hereby leases to Lessee, and Lessee hereby leases from Lessor the land hereinafter described, for the purpose of drilling and operating said land for oil, gas and other hydrocarbon substances, for the term and upon and subject to each and all the terms, provisions, covenants and conditions set forth in that certain Oil and Gas Lease of even date herewith between the parties. Said Oil and Gas Lease is hereby incorporated with the same force and effect as though herein set forth in detail. The land hereby leased is situated in Eureka and Elko Counties, Nevada, and is more particularly described as follows, to-wit:

Township 28 North, Range 52 East  
Section 3: Lots 1, 2, S/2 NE/4  
Section 5: Lots 1, 2, S/2 NE/4  
Section 7: NE/4  
Section 11: Lots 1, 2, 5, SW/4 NE/4  
Township 29 North, Range 52 East  
Section 19: NE/4  
Section 27: Lots 1, 2, 3, 4, W/2 E/2, W/2  
Section 29: NE/4  
Section 29: NE/4  
Section 31: NE/4  
Eureka County, Nevada  
Township 28 North, Range 52 East  
Section 1: Lots 1, 2, 3, 4, S/2 N/2  
Township 29 North, Range 52 East  
Section 23: W/2  
Section 35: All  
Elko and Eureka Counties, Nevada

IN WITNESS WHEREOF, said parties have caused this instrument to be duly executed as of the date first hereinabove written.

LESSEE: SUN OPERATING LIMITED PARTNERSHIP BY ORYX ENERGY COMPANY ITS MANAGING GENERAL PARTNER

LESSOR: BRAVO OIL COMPANY  
Santa Fe Energy Company  
its Attorney-in-Fact

By: *[Signature]*  
D. A. Wracher  
Its: District Exploration Manager

RAMCO-NYL 1987 LIMITED PARTNERSHIP and  
RB OPERATING COMPANY, formerly  
READING & BATES PETROLEUM CO.

By: *[Signature]*  
Its: *[Signature]*  
SANTA FE ENERGY COMPANY

By: *[Signature]*  
D. A. Wracher  
Its: District Exploration Manager

Notary Public  
MICHELE PRESTON  
Notary Public, State of Texas  
My Commission Expires 10/1/90



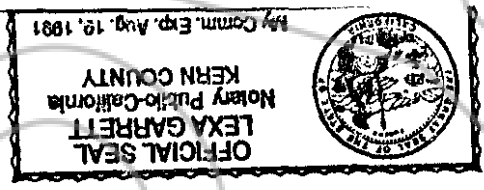
*Michele Preston*  
Notary Public

My Commission Expires: 10/31/90

On this the 12 day of June, 1990, personally appeared before me, a Notary Public in and for the State of Texas, Gilbert A. Smith, known to me to be the person whose name is subscribed to the within instrument as Attorney-in-Fact of ORYX ENERGY COMPANY, as Managing General Partner on behalf of SUN OPERATING LIMITED PARTNERSHIP, and acknowledged to me that he subscribed the name of said partnership thereto as Managing General Partner, and his own name as Attorney-in-Fact, freely and voluntarily and for the uses and purposes therein mentioned.

STATE OF TEXAS )  
COUNTY OF DALLAS )

*Lexa Garrett*  
Notary Public

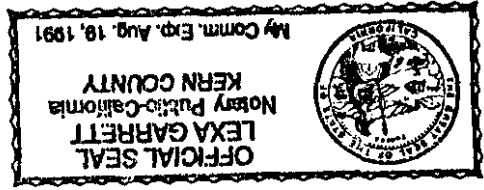


WITNESS my hand and official seal.

On 6-1, 1990, before me, a Notary Public in and for said County and State, personally appeared D. A. Wracher, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument as the District Exploration Manager of SANTA FE ENERGY COMPANY, the corporation that executed the within instrument, and known to me to be the person who subscribed the name of Santa Fe Energy Company as Attorney-in-Fact for Bravo Oil Company, and acknowledged to me that Santa Fe Energy Company executed the within instrument as Attorney-in-Fact for BRAVO OIL COMPANY, pursuant to its bylaws or a resolution of its board of directors, and further acknowledged that Santa Fe Energy Company subscribed the name of Bravo Oil Company thereto as principal and D. A. Wracher subscribed his own name as District Exploration Manager for Santa Fe Energy Company, pursuant to its by-laws or a resolution of its Board of Directors.

STATE OF CALIFORNIA )  
COUNTY OF KERN )  
ss. )

*Lexa Garrett*  
Notary Public



WITNESS my hand and official seal.

On 6-1, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared D. A. WRACHER, personally known to me on the basis of satisfactory evidence to be the District Exploration Manager of Santa Fe Energy Company, the corporation that executed the within instrument, and known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the same, pursuant to its by-laws, or a resolution of its Board of Directors.

STATE OF CALIFORNIA )  
COUNTY OF KERN )

