

Recording Requested by, and
When Recorded, Mail to:

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

133033

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 29 North, Range 52 East
Section 15: Lots 1, 2, 3, 4, W/2 E/2
Eureka County, Nevada

Township 29 North, Range 52 East
Section 11: W/2
Elko and Eureka Counties, Nevada

Township 30 North, Range 52 East
Section 11: All
Section 23: N/2, SE/4
Section 25: All
Elko County, Nevada

Township 30 North, Range 52 East
Section 5: Lots 1, 2, S/2 NE/4
Section 21: NE/4
Section 33: NE/4
Eureka County, Nevada

Township 30 North, Range 52 East
Section 9: NE/4
Elko and Eureka Counties, Nevada



My Commission Expires: July 11, 1990

Given under my hand and seal this 5th day of July, 1990.

Before me, a Notary Public, in and for the county and state above mentioned, personally appeared Rolf N. Hufnagel, Sr. Vice President of RAMCO-NYL 1987 LIMITED PARTNERSHIP and RB OPERATING CO., to me known to be the person who executed the foregoing instrument as his free and voluntary act and deed and as the free and voluntary act and deed of such companies for the uses and purposes therein set forth.

STATE OF OKLAHOMA
COUNTY OF TULSA
)
) ss.
)

By: *[Signature]*
D. A. Wracher
Its: DISTRICT EXPLORATION MANAGER

SANTA FE ENERGY COMPANY
By: *[Signature]*
Its: *[Signature]*
RAMCO-NYL 1987 LIMITED PARTNERSHIP
an RB OPERATING COMPANY, formerly
READING & BATES PETROLEUM CO.

By: *[Signature]*
Its: Attorney-in-Fact
SUN OPERATING LIMITED PARTNERSHIP BY ORAX ENERGY
COMPANY ITS MANAGING GENERAL PARTNER

By: *[Signature]*
D. A. Wracher
Its: District Exploration Manager
BRAVO OIL COMPANY
By: Santa Fe Energy Company,
Its Attorney-in-Fact

LESSOR: LESSOR:
LESSEE: LESSEE:

This agreement can be signed in counterparts.
IN WITNESS WHEREOF, said parties have caused this instrument to be
duly executed as of the date first hereinabove written.

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

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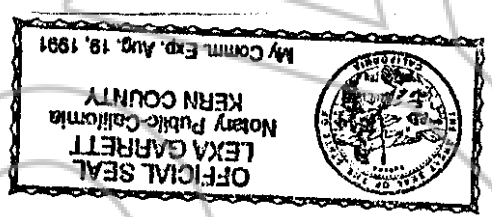
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10/31/90

My Commission Expires:

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 June 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)
) ss.
)
 COUNTY OF KERN)



Lexa Garrett
 Notary Public

WITNESS my hand and official seal.

On June 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

133033

EUREKA COUNTY, NEVADA
M.N. REBALANCE, RECORDER
FILE NO. FEE \$ 200-

90 AGO - 3 p. 4-45

Official Records
RECORDED AT THE REQUEST OF
BOOK 212 PAGE 242
Jane Kautsch

RECORDED BK 727 PG. 669
JERRY D. REYNOLDS
ELKO CO. RECORDER

90 JUL 16 P3:18
Jane Kautsch
AT REQUEST OF

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