

REQUESTED BY, AND WHEN
RECORDED, RETURN TO:

Foreland Corporation
1104 Country Hills Drive, Ste 307
Ogden, UT 84403

140895

QUITCLAIM DEED AND RELEASE OF OIL AND GAS LEASES

Numerous oil and gas leases ("ORIGINAL LEASES") covering certain lands were issued by Southern Pacific Land Company to Sun Exploration and Production Company and Reading and Bates Petroleum Co. effective December 1, 1982 and shown on Exhibit A attached hereto and made a part hereof.

Southern Pacific Land Company and Bravo Oil Company, successor in interest to Southern Pacific Land Company on deeded lands, (hereinafter referred to individually and collectively as "Lessors"), issued substitute leases ("SUBSTITUTE LEASES") to Sun Exploration and Production Company, Reading and Bates Petroleum Co. and Santa Fe Energy Company combining certain railroad lands contained in and issued as replacements for the "ORIGINAL LEASES", which "SUBSTITUTE LEASES" cover certain lands shown on Exhibit B attached hereto and made a part hereof.

Sun Operating Limited Partnership By Oryx Energy Company Its Managing General Partner transferred its interest in the oil and gas leases, other leases, licenses and orders to Foreland Corporation by Assignment, Conveyance, and Bill of Sale recorded at Book 217, Page 378 of the Records of Eureka County and at Book 737, Page 504 of the Records of Elko County.

RAMCO-NYL 1987 Limited Partnership and RB Operating Company transferred their interests in the oil and gas leases, other leases, licenses and orders to Foreland Corporation by Assignment, Conveyance, and Bill of Sale recorded at Book 217, Page 382 of the Records of Eureka County and at Book 737, Page 508 of the Records of Elko County.

Under said oil and gas leases, lessees, successors or assigns (hereinafter referred to individually and collectively as "Lessee") are required to fulfill certain obligations including, but not limited to a "continuous drilling obligation" (hereinafter referred to as the "Obligation"). As outlined in Section 4 of said leases, said Obligation requires the drilling of wells within a given time interval.

As of the 14th day of May, 1991, under the terms of said leases as recited above, Lessees failed to maintain and meet the Obligation required by the leases. Under Section 21 of said leases, upon termination of the lease, Lessees are required to surrender possession thereof to the Lessor.

SANTA FE ENERGY RESOURCES, INC, and SANTA FE ENERGY OPERATING PARTNERS, L.P., successors in interest to SANTA FE ENERGY COMPANY, INC., 5201 Truxton Avenue, Bakersfield, CA 93309, and FORELAND CORPORATION, 1104 Country Hills Drive, Suite 307, Ogden, UT 84401, as Lessees, hereby release, relinquish, quitclaim and surrender to the Lessor, SOUTHERN PACIFIC LAND COMPANY, its successors and assigns, all of their right, title, and interest in and to those Oil and Gas Leases shown in Exhibits A and B.

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EXECUTED by Lessees on the date reflected in the acknowledgement of execution, but effective for all purposes as to May 14, 1991.

FORELAND CORPORATION, successor in interest to Sun Operating Limited Partnership by Oryx Energy Company Its Managing General Partner, to RAMCO-NYL 1987 Limited Partnership, and to RB Operating Company

[Signature]
Its: Vice President

On May 29, 1992, before me, the undersigned Notary Public, personally appeared A. Thomas Steele, 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 and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.
[Signature]
Notary Public

SANTA FE ENERGY RESOURCES, INC., successor in interest to SANTA FE ENERGY COMPANY, INC.

[Signature]
Its: DISTRICT EXPLORATION MANAGER

On MAY 20, 1992, before me, the undersigned Notary Public, personally appeared R. I. ARNOLD, 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 and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



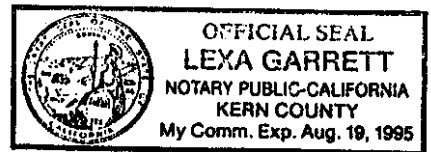
WITNESS my hand and official seal.
[Signature]
Notary Public

SANTA FE ENERGY OPERATING PARTNERS, L.P. successor in interest to SANTA FE ENERGY COMPANY, INC.
By: SANTA FE PACIFIC EXPLORATION COMPANY, Managing General Partner

[Signature]
Its: R. I. Arnold District Exploration Manager

On May 20, 1992, before me, the undersigned Notary Public, personally appeared R. I. ARNOLD, 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 and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.
[Signature]
Notary Public



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EXHIBIT A

to that certain Quitclaim Deed and Release of Oil and Gas Leases
Dated May 14, 1991 by FORELAND CORPORATION, successor in interest to SUN OPERATING LIMITED
PARTNERSHIP by ORYX ENERGY COMPANY Its Managing General Partner, to RAMCO-NYL 1987
LIMITED PARTNERSHIP, and to RB OPERATING COMPANY, and by SANTA FE ENERGY
RESOURCES, INC, and SANTA FE ENERGY OPERATING PARTNERS, L.P., successors in interest to
SANTA FE ENERGY COMPANY

Lessor: Southern Pacific Land Company
Lessee: Reading and Bates Petroleum Co. and Sun Exploration and Production Co.
Lease Number: 5905
Lease Date: December 1, 1982
Recording Data: Book 111, Page 130 - Records of Eureka County, Nevada
Book 422, Page 068 - Records of Elko County, Nevada

Lessor: Southern Pacific Land Company
Lessee: Reading and Bates Petroleum Co. and Sun Exploration and Production Co.
Lease Number: 5906
Lease Date: December 1, 1982
Recording Data: Book 111, Page 082 - Records of Eureka County, Nevada
Book 422, Page 137 - Records of Elko County, Nevada

Lessor: Southern Pacific Land Company
Lessee: Reading and Bates Petroleum Co. and Sun Exploration and Production Co.
Lease Number: 5907
Lease Date: December 1, 1982
Recording Data: Book 115, Page 188 - Records of Eureka County, Nevada
Book 435, Page 626 - Records of Elko County, Nevada

Lessor: Southern Pacific Land Company
Lessee: Reading and Bates Petroleum Co. and Sun Exploration and Production Co.
Lease Number: 5908
Lease Date: December 1, 1982
Recording Data: Book 111, Page 083 - Records of Eureka County, Nevada
Book 422, Page 145 - Records of Elko County, Nevada

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EXHIBIT B

to that certain Quitclaim Deed and Release of Oil and Gas Leases
Dated May 14, 1991 by FORELAND CORPORATION, successor in interest to SUN OPERATING LIMITED
PARTNERSHIP by ORYX ENERGY COMPANY Its Managing General Partner, to RAMCO-NYL 1987
LIMITED PARTNERSHIP, and to RB OPERATING COMPANY, and by SANTA FE ENERGY
RESOURCES, INC, and SANTA FE ENERGY OPERATING PARTNERS, L.P., successors in interest to
SANTA FE ENERGY COMPANY

Lessor: Southern Pacific Land Company
Lessee: Sun Operating Limited Partnership, et al
Lease Date: December 1, 1982
Recording Data: Memorandum of Oil and Gas Lease recorded:
Book 212, Page 240 - Records of Eureka County, Nevada
Book 727, Page 666 - Records of Elko County, Nevada
Description: Township 29 North, Range 52 East
Section 3: All
Section 9: NE/4
Section 15: W/2

Township 30 North, Range 52 East
Section 3: Lots 1, 2, S/2 NE/4
Section 15: NE/4
Section 23: SW/4
Section 27: NE/4
Section 35: All

Elko and Eureka Counties, Nevada

Lessor: Southern Pacific Land Company
Lessee: Sun Operating Limited Partnership, et al
Lease Date: December 1, 1982
Recording Data: Memorandum of Oil and Gas Lease recorded:
Book 211, Page 495 - Records of Eureka County, Nevada
Description: Township 28 North, Range 52 East
Section 9: NE/4

Township 29 North, Range 52 East
Section 21: NE/4
Section 33: NE/4

Eureka County, Nevada

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Foreland Corp
'92 JUN -1 AM 11:45

EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEE \$800

140895

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