

Recording Requested by, and
When Recorded, Mail to:

FORELAND CORPORATION
2561 S. 1560 E.
Suite 200
Woods Cross, UT 84087

147455

ASSIGNMENT OF OIL AND GAS LEASE

THIS ASSIGNMENT ("Assignment") is made and entered into 28th day of July, 1993, by and between SANTA FE ENERGY RESOURCES, INC. ("Assignor"), 5201 Truxton Avenue, Bakersfield, CA 93309, and FORELAND CORPORATION ("Assignee"), 2561 S. 1560 E., Suite 200, Woods Cross, UT 84087.

WITNESSETH:

THAT WHEREAS, Assignor desires to assign to Assignee an undivided Seventy-five percent (75%) of Assignor's interest in Said Lease as to the lands described on attached Exhibit "A" and lands demised thereby;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby grant, sell, assign, transfer, convey, set over and deliver unto Assignee an undivided Seventy-five (75%) of Assignor's right, title and interest in and to the Said Lease described in the attached Exhibit "A", and the respective lands covered thereby, and the lands appurtenant thereto, subject to the following terms, reservations, covenants and conditions:

1. This Assignment is expressly made subject to the terms, covenants, conditions, exceptions, restrictions, and reservations contained in Said Lease, and any amendments, assignments, and other agreements and documents relating thereto, and Assignee assumes and agrees to perform each and all of the covenants, agreements, terms, conditions and obligations contained in each of the agreements to Assignee hereunder.
2. If the Said Lease described herein covers less than a full oil and gas lease hold estate in any land described herein under such Leases, or if Assignor's interest is Said Lease is less than the full oil and gas leasehold estate (excluding royalty, overriding royalty, or other burdens to which such leasehold estate is subject), then the interest assigned herein shall be proportionately reduced.
3. This Assignment is expressly limited in depth as to rights from the surface of the

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earth to the stratigraphic equivalent of the base of the autochthonous Silurian, and Assignor reserves unto itself, its successors and assigns, all rights below the stratigraphic equivalent of the base of the autochthonous Silurian, including the right of ingress and egress, and the use of as much of the surface of said land as may be necessary for exploring the same for the production of oil, gas and other minerals.

4. This Assignment is expressly made subject to the terms of that Agreement regarding oil and gas interests dated May 15, 1991.

TO HAVE AND TO HOLD the same unto said Assignee, its successors and assigns, according to the terms and conditions of Said Leases and any intervening assignment(s) affecting same. This Assignment is made without warranty of title, either express or implied. The provision and covenants contained herein shall attach to and run with the Said Lease assigned, and the land herein described or referred to, and shall be binding upon and inure to the benefit of Assignor and Assignee and their respective successors and assigns. **EXECUTED** by Assignors on the date reflected in the acknowledgement of execution, but effective for all purposes as to the date of this Assignment.

ASSIGNORS:

SANTA FE ENERGY RESOURCES, INC.

By: [Signature]
T. S. Parker
Its: Attorney-in-Fact

STATE OF TEXAS
COUNTY OF MIDLAND

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§
§

ACKNOWLEDGEMENT

The foregoing instrument was acknowledged before me this 22nd day of October, 1993, by T. S. Parker, Attorney-in-Fact of SANTA FE ENERGY RESOURCES, INC., a Delaware corporation, on behalf of said corporation. My commission expires: 8-9-97

[Signature]
Darlene Maxwell
Notary Public, State of Texas
My Commission Expires 8-9-97
Notary Public, State of Texas

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EXHIBIT "A"

Attached to and made a part of that certain
Assignment of Oil and Gas Lease
Dated July 28, 1993

Assignment of Seventy-five percent (75%) of Santa Fe's interest in and to the following acreage:

Oil and Gas Lease dated May 15, 1991, by and between Santa Fe Energy Resources, Inc., as Lessor, and Foreland Corporation and Santa Fe Energy Resources, as Lessees, recorded in Book 233, Page 332 and Book 233, Page 328 of the Official Records of Eureka County, Nevada and in Book 777, Page 740 and Book 777, Page 744 of the Official Records of Elko County, Nevada, covering the following described lands:

Insofar and only insofar as said Lease covers:

Township 29 North, Range 52 East

Section 7: Lots 1-4, E½ W½, E½ (all)

Section 17: W½, SE¼

Section 29: Lots 1-4, E½ W½, E½ (all)

Containing 1,724.16 acres, more or less

Eureka County, Nevada

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Foreland Corporation
93 NOV 17 P4:38
EUREKA COUNTY, NEVADA
M.N. REBALANCE RECORDER
FILE NO. 147455
FEE \$9.00

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