

ASSIGNMENT OF OIL, GAS AND MINERAL LEASES,  
BILL OF SALE AND TRANSFER OF PRODUCTION

KNOW ALL MEN BY THESE PRESENTS THAT Santa Fe Energy Operating Partners,

L.P., effective December 1, 1993, conveyed 0.0100% of its interests in the Leases and Subject

Interests described below to Santa Fe Energy Resources, Inc., 99.0000% of said interests to

Santa Fe Energy Partners, L.P., and 0.9900% of said interests to Santa Fe Pacific Exploration

Company; and THAT Santa Fe Energy Partners L.P., effective December 1, 1993, subsequently

conveyed 98.0199/99.0000 of said interests to Santa Fe Energy Resources, Inc. and

0.9801/99.0000 of said interests to Santa Fe Pacific Exploration Company; and THAT Santa Fe

Pacific Exploration Company, effective December 1, 1993, subsequently conveyed all of its

interests in said Leases and Subject Interests to Santa Fe Energy Resources, Inc. Now, for and

in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable

consideration, the receipt and sufficiency of which are hereby acknowledged, SANTA FE

ENERGY RESOURCES, INC., a Delaware corporation, hereinafter referred to as

"ASSIGNOR", has bargained, sold, assigned, transferred and conveyed and does hereby bargain,

sell, assign, transfer and convey, effective December 1, 1993, unto SFER PROPERTIES - A,

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INC., a Delaware corporation, whose address is 1616 South Voss, Suite 1000, Houston, Texas,

77057, hereinafter referred to as "ASSIGNEE", upon the terms and conditions hereinafter stated,

all of ASSIGNOR'S rights, titles and interests in and to the oil, gas and mineral leases (the

"Leases"), and the leasehold estates created thereby, (the "Subject Interests"), which interests

and leases are described on Exhibit "A", attached hereto and incorporated herein for all

purposes, together with a like undivided interest in and to all personal property, leases and well

equipment used on the Leases, or used in connection with the production, storage,

transportation, compression, treating and marketing of the oil, gas and other minerals which may

be produced therefrom, including, but not limited to all machinery, equipment, pipelines,

fixtures, appliances, pipes, valves, fittings, tools, supplies, appurtenant facilities, and all other

minerals and assets of every nature and kind located on or used in connection with the Leases,

together with a like undivided interest in all other rights, titles or interests which are owned by

ASSIGNOR arising out of or existing in connection with the Leases or the Subject Interests.

**TO HAVE AND TO HOLD** the above described Subject Interests, Leases and premises,

together with all and singular the rights and appurtenances thereto and anywise belonging unto

ASSIGNEE, its successors and assigns forever.

EXECUTED this the 16 day of December, 1993.

ASSIGNOR:

SANTA FE ENERGY RESOURCES, INC.

By:

I. R. Womack, Vice President

ASSIGNEE:

SFER PROPERTIES - A, INC.

By:

M. J. Rosinski, Vice President

ATTEST:

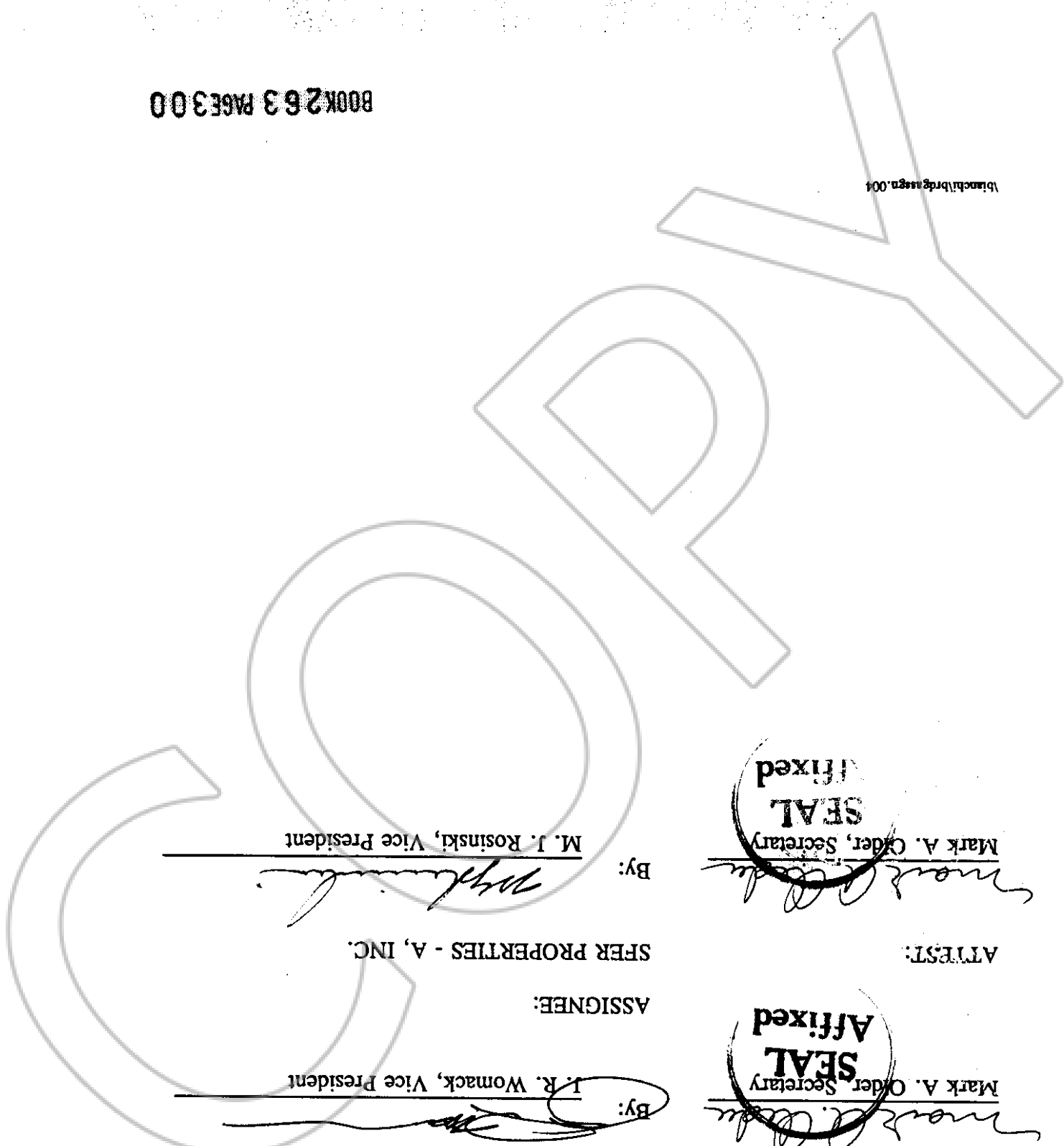
*Mark A. Older*  
Mark A. Older, Secretary  
SEAL  
Affixed

ATTEST:

*Mark A. Older*  
Mark A. Older, Secretary  
SEAL  
Affixed

Womack\brdg\asgn.001

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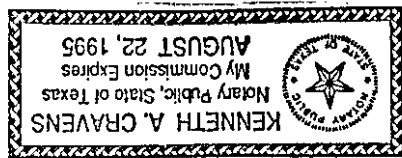
THE STATE OF TEXAS  
COUNTY OF HARRIS

This instrument was acknowledged before me on December 16, 1993, by J. R. Womack,  
as Vice President of Santa Fe Energy Resources, Inc. on behalf of said corporation.

Notary Public in and for the State of Texas

My Commission expires: \_\_\_\_\_

*Kenneth A. Cravens*



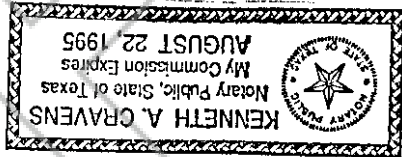
THE STATE OF TEXAS  
COUNTY OF HARRIS

This instrument was acknowledged before me on December 16, 1993, by M. J. Rosinski,  
as Vice President of SFER Properties - A, Inc., on behalf of said corporation.

Notary Public in and for the State of Texas

My Commission expires: \_\_\_\_\_

*Kenneth A. Cravens*



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 PGM-SFEB  
 LEASE LESSOR LESSEE STATE/COUNTY LSE DATE RECORDED  
 EXHIBIT A

20073 - BLM NVN-43109 NV / EUREKA SANTA FE ENERGY COMPANY 06/01/1987

TOWNSHIP ID = 028 N RANGE ID = 051 E SECTION ID = 0008  
 ALL  
 TOWNSHIP ID = 028 N RANGE ID = 051 E SECTION ID = 0018  
 RANGE ID = 051 E SECTION ID = 0019  
 E/2 W/2, SE/4  
 LOTS 1, 2, 3, 4, E/2 W/2, E/2 (ALL)  
 LOTS 1, 2, 3, 4, E/2 W/2, E/2 (ALL)

20074 - BLM NVN-47173 NV / EUREKA SANTA FE ENERGY COMPANY 12/01/1987

TOWNSHIP ID = 030 N RANGE ID = 049 E SECTION ID = 0002  
 LOTS 1, 2, 3, 4, S/2 N/2, S/2  
 TOWNSHIP ID = 030 N RANGE ID = 049 E SECTION ID = 0004  
 RANGE ID = 049 E SECTION ID = 0006  
 LOTS 1, 2, 3, 4, S/2 N/2, S/2  
 TOWNSHIP ID = 030 N RANGE ID = 049 E SECTION ID = 0018  
 LOTS 1, 2, 3, 4  
 TOWNSHIP ID = 030 N RANGE ID = 049 E SECTION ID = 0030  
 LOTS 1, 2, 3, 4

30366 -001 CATELLUS DEVELOPMENT CORPORATI SANTA FE ENERGY OPERATING PART 07/01/1991 NV / EUREKA

TOWNSHIP ID = 029 N RANGE ID = 052 E SECTION ID = 0003  
 ALL - CONTAINING 647.91 ACS  
 CARRIED UNDER 30366-002  
 TOWNSHIP ID = 029 N RANGE ID = 052 E SECTION ID = 0009  
 E/2 - CONTAINING 320 ACS  
 CARRIED UNDER 30366-002  
 TOWNSHIP ID = 029 N RANGE ID = 052 E SECTION ID = 0015  
 W/2 - CONTAINING 320 ACS  
 CARRIED UNDER 30366-002  
 TOWNSHIP ID = 029 N RANGE ID = 052 E SECTION ID = 0021  
 E/2: SW-CONTAINING 480 AC IS  
 CARRIED UNDER 30366-002  
 TOWNSHIP ID = 029 N RANGE ID = 052 E SECTION ID = 0033  
 ALL - CONTAINING 640 ACS  
 CARRIED UNDER 30366-002  
 TOWNSHIP ID = 030 N RANGE ID = 052 E SECTION ID = 0027

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EXHIBIT A

LEASE LESSOR

LESSEE STATE/COUNTY

LEASE DATE

RECORDED

W/2 - CONTAINING 320 ACS  
 CARRIED UNDER 30366-002  
 RANGE ID = 051 E SECTION ID = 0001  
 LOTS 1-2: S/2 NE: S/2 SW: SE  
 RANGE ID = 052 E SECTION ID = 0029  
 E/2: E/2 W/2 CONTAINING 480 ACS  
 CARRIED UNDER 30366-002  
 RANGE ID = 051 E SECTION ID = 0001  
 LOTS 1-12: S/2  
 RANGE ID = 051 E SECTION ID = 0003  
 LOTS 1-12: S/2  
 RANGE ID = 051 E SECTION ID = 0014  
 ALL RANGE ID = 051 E SECTION ID = 0015  
 ALL RANGE ID = 051 E SECTION ID = 0023  
 ALL RANGE ID = 051 E SECTION ID = 0025  
 ALL RANGE ID = 051 E SECTION ID = 0027  
 ALL RANGE ID = 051 E SECTION ID = 0035  
 ALL RANGE ID = 052 E SECTION ID = 0007  
 ALL RANGE ID = 052 E SECTION ID = 0019  
 ALL RANGE ID = 052 E SECTION ID = 0031  
 ALL RANGE ID = 051 E SECTION ID = 0001  
 LOTS 3-14 INCL.  
 RANGE ID = 051 E SECTION ID = 0001  
 LOTS 1-4: S/2 N/2:  
 RANGE ID = 051 E SECTION ID = 0011  
 ALL RANGE ID = 051 E SECTION ID = 0013  
 ALL RANGE ID = 051 E SECTION ID = 0015  
 ALL RANGE ID = 051 E SECTION ID = 0023  
 ALL RANGE ID = 051 E SECTION ID = 0025  
 ALL RANGE ID = 051 E SECTION ID = 0027  
 ALL RANGE ID = 051 E SECTION ID = 0035  
 ALL RANGE ID = 052 E SECTION ID = 0007  
 ALL RANGE ID = 052 E SECTION ID = 0031

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 OFFICIAL RECORDS  
 RECORDED AT THE REQUEST OF  
*Santa Fe Energy*  
 93 DEC 28 P1:28  
 EUREKA COUNTY, NEVADA  
 M.N. REBALEATI, RECORDER  
 FILE NO. 149999  
 FEE \$2 -