

AMENDMENT, RATIFICATION AND EXTENSION OF OIL AND GAS LEASE

WHEREAS, MAXWELL PETROLEUM, INC. is the owner and holder of an Oil and Gas Lease on the following described land in EURÉKA County, State of NEVADA, to-wit:

Township 28 North, Range 52 East, MDM
Sec. 8: W $\frac{1}{2}$, S $\frac{1}{2}$ SE $\frac{1}{4}$
Sec. 16: W $\frac{1}{2}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$
Sec. 17: E $\frac{1}{2}$, NW $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$
Sec. 20: NE $\frac{1}{4}$ NE $\frac{1}{4}$
Sec. 21: NW $\frac{1}{4}$, SE $\frac{1}{4}$ NE $\frac{1}{4}$, W $\frac{1}{2}$ NE $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$
Sec. 22: N $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$
Sec. 23: Lots 6,7,8, N $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$ SW $\frac{1}{4}$, W $\frac{1}{2}$ SE $\frac{1}{4}$
Sec. 24: Lots 7, 8, N $\frac{1}{2}$ SW $\frac{1}{4}$

and recorded in Book 268, at Page 445, of the Records of said County, and

WHEREAS, said lease expires in the absence of drilling operation on March 4, 1995 and the said owners and holder desires to have the term of said lease extended;

NOW, THEREFORE, the undersigned, for themselves, their heirs, executors, administrators and assigns, for and in consideration of Ten and more Dollars, in hand paid, the receipt whereof is hereby acknowledged, does hereby agree that the said term of said lease shall be and is hereby extended, with the same tenor and effect as if such extended term had been originally expressed in such lease, for a period of One (1) year from the date of the said expiration thereof and as long thereafter as oil or gas is produced from any well on the land covered by said lease; subject, however, in all other respects, to the provisions and conditions of said lease and addendum as modified.

AND WHEREAS, MAXWELL PETROLEUM, INC. shall have the option to Extend said lease on or before March 4, 1996, for an additional ONE (1) YEAR by payment of the same consideration as paid for the original first year extension.

NOW THEREFORE, in order to clarify the intent of LESSOR and LESSEE as to said Oil and Gas Lease dated March 4, 1994 by and between SLAGOWSKI RANCHES, INC. and MAXWELL PETROLEUM, INC. the following Amendments shall apply to said Oil and Gas Lease and Addendum A attached thereto:

1. "The first sentence of said Addendum A shall be amended to read, "Attached to and made a part of that certain oil and gas lease dated March 4, 1994..."
2. The "Footnotes" as described in said Addendum A shall apply to Article 7 of the said Oil and Gas Lease.
3. The following sentence shall be added at the end of Article A-4 of said Addendum A, "Slagowski Ranches, Inc. agrees not to unreasonably withhold such use."
4. The following shall be added at the beginning of the last sentence of Article A-17 of said Addendum A, "Subject to the provisions of Article A-22 herein."
5. Because Article A-16 and Article A-19 of said Addendum A are identical Article A-19 of said Addendum A shall be deleted in its entirety.
6. "the expiration" shall be added to Article A-22 of said Addendum A between the words from and date found on the second line of said Article A-22.

WE, the undersigned, do hereby Ratify, Adopt and Confirm the hereinabove described Oil and Gas Lease in all its terms and provisions.

IN WITNESS WHEREOF, this instrument is signed on this 28-94 day of July, 1994.

Maxwell Petroleum, Inc.
Pat Kading

Slagowski Ranches, Inc.
by Floyd Slagowski

Billie Sue Slagowski, Secy.
Billie Sue Slagowski

ACKNOWLEDGMENT FOR CORPORATION

STATE OF NEVADA)

COUNTY OF ELKO)

On this 20th day of July, 1994, before me personally appeared

Floyd Slagowski

Slagowski Ranches, Inc.

the corporation that executed the within instrument, and acknowledged to me that

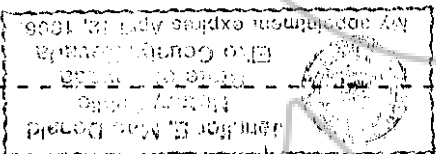
such corporation executed the same.

My Commission expires:

4-12-96

Notary Public
Residing at

James E. Macdonald
Elko, NV



BOOK 274 PAGE 006
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Harold Anderson
94 AUG -4 PM 2:26
EUREKA COUNTY NEVADA
M.N. REBALCATTI, RECORDER
FILE NO. 154573
FEES \$9.00