

ASSIGNMENT OF OVERRIDING ROYALTY

159613

I. The undersigned, hereinafter referred to as "Assignor" (whether one or more), owns a Working Interest in the following Oil and Gas Lease(s) covering land described on Exhibit "A", to-wit:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

II. In consideration of \$1.00, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and convey an overriding royalty, free and clear of all cost and expense of development and operations, insofar as it covers the above described lands, to the following parties hereinafter referred to as "Assignee" (whether one or more), in the amount shown:

Name and Address	Percent
Timothy L. Smith 906 S. Chase Street Lakewood, CO 80226	.5%
Bruce E. Johnston and Susan E. Johnston, as joint tenants 7838 S. Wadsworth Way Littleton, CO 80123	.5%

being in all a total of an undivided 1.0% of 8/8ths of value of all oil, gas, casinghead gas and other hydrocarbon substances produced, saved and sold from the above described land under and pursuant to the provisions of the above described Oil and Gas Lease(s), and any extension or renewal thereof or any new leases taken in lieu thereof, which overriding royalty shall be paid at the same time and upon the same basis as the royalty provided for in said lease. The overriding royalty accruing hereunder shall be less any and all taxes levied or assessed against the same, or production by which the same is determined which Assignor may be authorized or required by law to deduct and pay for the account of Assignee, with the further understanding that no overriding royalty shall accrue or be payable upon oil or gas for development or operations upon the above described premises of which may be unavoidably lost.

III. The overriding royalty assigned herein shall not merge with any working interest owned or hereafter acquired by Assignee.

IV. If the Oil and Gas Lease(s) described above does not cover and lease all of the mineral interest in the land described above, the Overriding Royalty herein provided for shall be reduced in proportion to the actual interest owned in said land under the terms of said lease.

V. If by virtue of the Oil and Gas Lease(s) described above, the Assignor owns less than all of the Working Interest in the land described above, the Overriding Royalty herein provided for shall be reduced in proportion to the actual Working Interest owned by the Assignor in said land under the terms of said lease(s).

Dated this 1st day of August, 1995.

NBB OIL & GAS PARTNERS (U.S.A.), a Colorado General Partnership, a By DUNCAN ENERGY COMPANY, a Colorado General Partnership, Attorney-in-Fact

By: *Bruce E. Johnston*
Bruce E. Johnston
Authorized Signatory

Attest:

Energy Partners Nominee Company

By: Leon R. Bailey
Assistant Secretary

By: Bruce E. Johnston
Vice President

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 1st day of August, 1995, by Bruce E. Johnston, Vice President of Energy Partners Nominee Company.

WITNESS, my hand and official seal.

Linda L. Brewer
Notary Public

My Commission Expires: 3-2-96
LINDA L. BREWER
NOTARY PUBLIC
STATE OF COLORADO
COUNTY OF DENVER

The foregoing instrument was acknowledged before me this 1st day of August, 1995, by Bruce E. Johnston, Authorized Signatory for Duncan Energy Company, Attorney-in-fact for NBB Oil & Gas Partners (U.S.A.).

WITNESS, my hand and official seal.

Linda L. Brewer
Notary Public
Linda L. Brewer
1777 South Harrison Street, P-1
Denver, CO 80210

My Commission Expires: 1-12-96
LINDA L. BREWER
NOTARY PUBLIC
STATE OF COLORADO



DESCRIPTION: Tract 001
T27N-R52E
SEC. 2: LOTS 1, 2, 5-9, SW/4NE/4, S/2NW/4, SW/4, W/2SE/4

PROSPECT: EUREKA COUNTY SPREAD
LEASE NUMBER: 289109
LESSOR: USA N-55208
LESSEE: ENERGY PARTNERS NOMINEE CO
LEASE DATE: 01/01/1992
EFFECTIVE DATE: 01/01/1992
RECORDING DATA: Tract 001 BK 233, PG 079
State NEVADA
County EUREKA

PROSPECT: DIAMOND VALLEY 28-2-510
 LEASE NUMBER: 285108
 LESSOR: USA N-57713
 LESSEE: ENERGY PARTNERS NOMINEE CO
 LEASE DATE: 10/01/1993
 EFFECTIVE DATE: 10/01/1993
 RECORDING DATA: Tract 001 BK 254, PG 549
 State NEVADA
 County EUREKA

DESCRIPTION: Tract 001

SEC. 22: ALL
 SEC. 27: ALL
 SEC. 28: S/2
 SEC. 34: ALL

PROSPECT: DIAMOND VALLEY 28-2-510
 LEASE NUMBER: 285109
 LESSOR: USA N-57712
 LESSEE: ENERGY PARTNERS NOMINEE CO
 LEASE DATE: 10/01/1993
 EFFECTIVE DATE: 10/01/1993
 RECORDING DATA: Tract 001 BK 254, PG 552
 State NEVADA
 County EUREKA

DESCRIPTION: Tract 001

SEC. 9: ALL
 SEC. 10: ALL
 SEC. 15: ALL

PROSPECT: DIAMOND VALLEY 28-2-510
 LEASE NUMBER: 285110
 LESSOR: USA N-57711
 LESSEE: ENERGY PARTNERS NOMINEE CO
 LEASE DATE: 10/01/1993
 EFFECTIVE DATE: 10/01/1993
 RECORDING DATA: Tract 001 BK 254, PG 555
 State NEVADA
 County EUREKA

DESCRIPTION: Tract 001

SEC. 3: LOTS 1-4, S/2N/2, S/2
 SEC. 4: LOTS 1-4, S/2N/2, S/2
 SEC. 5: LOTS 1-4, S/2N/2, S/2
 SEC. 6: LOTS 1-6, S/2NE/4, SE/4

PROSPECT: DIAMOND VALLEY 28-2-510
 LEASE NUMBER: 285111
 LESSOR: USA N-57710
 LESSEE: ENERGY PARTNERS NOMINEE CO
 LEASE DATE: 10/01/1993
 EFFECTIVE DATE: 10/01/1993
 RECORDING DATA: Tract 001 BK 254, PG 558
 State NEVADA
 County EUREKA

DESCRIPTION: Tract 001
 T22N-R53E, MDM
 SEC. 13: ALL (PRO DIA 166)

159613

EUREKA COUNTY NEVADA
 M.M. REBAL/ATL RECORDER
 FILE NO. FEES \$10.00

95 OCT 16 AM 9:24
 RECORDED AT THE REQUEST OF
 OFFICIAL RECORDS
 DUNCAN ENERGY COMPANY

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DUNCAN ENERGY COMPANY

Penthouse One
 1777 So. Harrison Street
 Denver, Colorado 80210

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