

ASSIGNMENT OF OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS:

THIS Assignment, made and entered into this 24th day of January, 1996,

by and between MAXWELL PETROLEUM, INC., 1675 Broadway, Suite 1060, Denver, Colorado, 80202, and HUGOTON ENERGY CORPORATION, successor in interest to Consolidated Oil & Gas, Inc., 301 N. Main, Suite 1900, Wichita, Kansas, 67202, hereinafter referred to as "Assignors", and FORELAND CORPORATION, Union Terrace Office Building, 12596 West Bayaud, Suite 300, Lakewood, Colorado, hereinafter referred to as "Assignee";

NOW THEREFORE, 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, Assignors do hereby grant, bargain, sell, convey, transfer, assign and deliver unto Assignee, its successors and assigns, an undivided ONE HUNDRED PERCENT (100%) of Assignors' interest in and to the Oil and Gas Lease located in EUREKA COUNTY, STATE OF NEVADA, insofar as said lease covers the following described lands, to-wit:

LESSOR: Slogowski Ranches, Inc.
 LESSEE: Maxwell Petroleum, Inc.
 DATED: March 4, 1994
 RECORDED: Book 268, Page 445
 DESCRIPTION: Township 28 North, Range 52 East, MDM
 Section 8: W $\frac{1}{2}$, S $\frac{1}{2}$ SE $\frac{1}{4}$
 Section 17: N $\frac{1}{2}$, SE $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$
 Section 20: NE $\frac{1}{4}$ NE $\frac{1}{4}$
 Containing 960.00 acres, more or less

THE interest assigned to Assignee herein is made subject to and burdened by land-owners royalty interest and all overriding royalty interest previously conveyed. It is understood that Assignee shall bear its proportionate share of such burdens, together with the rights incident thereto and the personal property thereon, appurtenant thereto or used and obtained in connection therewith.

THIS Assignment is further made expressly subject to all terms and conditions of that certain Amendment and Replacement Agreement dated January 18, 1996 of that certain Acreage Exchange and Seismic Agreement dated September 1, 1995.

IF Assignors' interest in the above described oil and gas lease is less than the entire interest, or if said oil and gas lease covers less than the entire fee title to oil, gas and casinghead gas in and under the lands therein described, then the above working interest shall be reduced proportionately.

THIS Assignment is made without warranty of title of any kind, either express or implied. Assignors do hereby defend title to be free and clear of all liens, claims, and encumbrances by, through or under Assignors, but not otherwise.

EXECUTED this 24th day of January, 1996.

MAXWELL PETROLEUM, INC.
 by Pat Keating, President

HUGOTON ENERGY CORPORATION
 by [Signature]
 Attorney-in-Fact

BOOK 297 PAGE 205
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Foreland Corporation
96 JUN -3 AM 11:32
EUREKA COUNTY NEVADA
M.M. REBALZATI, RECORDER
FILE NO. 163214
FEES \$8.00

ACKNOWLEDGMENT

STATE OF COLORADO)

ss

COUNTY OF DENVER)

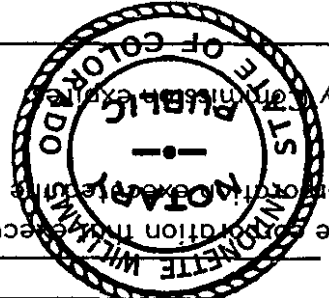
On this 26th day of January, 1996, before me personally

appeared Pat Keating known to me to be the President

MAXWELL PETROLEUM, INC

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

copy or true and correct copy of the same.



William Mette
Notary Public

My Commission Expires 1-27-99

STATE OF KANSAS)

ss

COUNTY OF SEDGWICK)

On this 26th day of January, 1996, before me personally

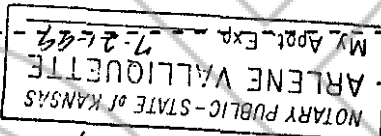
appeared RANDALL K. CLICK known to me to be the Attorney-in-Fact

HUGOTON ENERGY CORPORATION, on behalf of

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

corporation executed the same in his capacity as Attorney-in-Fact.

Arlene Valliquette
Notary Public



My commission expires:

July 21, 1999

