

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

EDWARD J. ACKMAN, whose address is 1775 Sherman Street, Suite 1900, Denver, CO 80203 ("ASSIGNOR"), for the payment of Ten and no/100 Dollars (\$10.00) and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged and subject to the terms and conditions hereof, hereby grants, sells, assigns, and conveys to ACKMAN RESOURCES, LLC, whose address is 1775 Sherman Street, Suite 1900, Denver, CO 80203 ("ASSIGNEE"), all of Assignor's right, title and interest in and to the following:

(a) The overriding royalty interests (the "Interests") in, to and under the oil and gas leases (the "Leases") described on Exhibit "A" attached hereto, insofar and only insofar as the Leases cover and relate to the lands described on Exhibit A;

(b) The oil, natural gas liquids or condensate inventory, including "line fill" and inventory below the pipeline connection accruing to the Interests and in tanks as of August 1, 1997 (the "Effective Date"); and

(c) All credits and proceeds of production from and accruing to the Interests after the Effective Date.

Assignor makes no representation or warranty of title to the Interests assigned hereby.

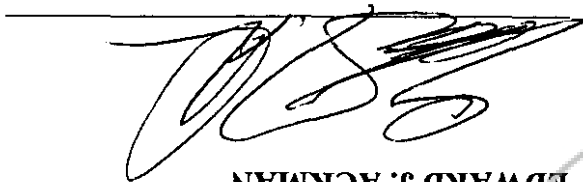
Assignor hereby transfers and conveys to Assignee, to the extent such rights are transferable, all rights or actions which Assignor may hold over and against any prior grantors, warrantors or third parties with respect to the properties hereby assigned so that Assignee is fully substituted and subrogated in and to all such rights.

Assignor will, at any time and from time to time after the date hereof, upon Assignee's request, execute, acknowledge and deliver or cause to be executed and delivered, all further documentation or instruments necessary to effect the transaction embodied in this Assignment of Overriding Royalty Interest.

To have and to hold the same unto Assignee, its successors and assigns forever.

EXECUTED this 8th day of Oct, 1997, effective for all purposes as of the Effective Date.

EDWARD J. ACKMAN



ACKNOWLEDGEMENT

STATE OF COLORADO
COUNTY OF DENVER

§
§ ss.
§

The foregoing instrument was acknowledged before me this 8th day of October, 1997 by
EDWARD J. ACKMAN.

Witness my hand and official seal.

My commission expires:
9-9-98

Christine M. Pittenger
Notary Public in and for the
State of Colorado

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EXHIBIT A
to Assignment of Overriding Royalty Interest

LIST OF LEASES
Eureka County, Nevada

LEASE NO.	LESSOR	LESSEE	LEASE DATE	DESCRIPTION	GROSS ACRES	RECORDING BOOK/PAGE
71001-00	USA N-111348	Suzanne D. Bucy	05/01/75	Township 27 North, Range 52 East, MDM Section 6: Lots 1 through 7, S/2NE/4, SE/4NW/4, E/2SW/4, SE/4 Section 7: NE/4 Section 8: S/2NE/4, W/2, SE/4	1360	N/A

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168772

EUREKA COUNTY, NEVADA
M.H. REBALEATI, RECORDER
FILE NO.
FEES \$9.00

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RECORDED AT THE REQUEST OF
97 OCT 15 PM 1:04
Mary Ann Rebaleti