

CORRECTION TO ASSIGNMENTS OF OVERRIDING ROYALTY

THIS CORRECTION TO ASSIGNMENTS OF OVERRIDING ROYALTY (this "Correction"), is by and between Foreland Corporation, a Nevada corporation, 143 Union Blvd., Suite 210, Lakewood, Colorado 80228 ("Foreland"), and Grant Steele, an individual ("Steele"), 14335 W. Center Drive, Lakewood, Colorado 80228.

RECITALS

A. By (i) an Assignment of Overriding Royalty, executed by Foreland on April 6, 1999, and recorded in the real property records of Eureka County, Nevada, in Book 326 at page 389, and in the real property records of Elko County, Nevada, in Book 1094 at page 646, and (ii) an Assignment of Overriding Royalty, executed by Foreland on November 5, 1999, and recorded in the real property records of Eureka County, Nevada, in Book 332 at page 510, and in the real property records of Elko County, Nevada, in Book _____ at page _____ (collectively, the "Override Assignments"), Foreland assigned to Steele and GeneFran Company, a Colorado ~~general partnership~~, certain overriding royalty interests as more specifically described therein (individually, "Override," and collectively, the "Overrides").

B. It was the intention of Foreland and Steele that the Overrides be proportionately reduced to the working interest owned of record by Foreland on the date of execution of the corresponding Override Assignment, and this Correction is executed to properly reflect the parties' intent.

ASSIGNMENT

In consideration of ten dollars and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each of Foreland and Steele agree and acknowledge that if the interest of Foreland owned of record in the leasehold estate created by any lease subject to the Override Assignments as of the date of execution by Foreland of the corresponding Override Assignment, is less than the entire leasehold estate in any tract of land covered by that lease, then the Override in that tract of land shall be reduced in the proportion that the interest of Foreland in that leasehold estate bears to the entire leasehold estate. For the purposes of confirming the foregoing, Steele hereby sells, grants, assigns, transfers and sets over to Foreland, and its successors and assigns, so much of his right, title and interest as may be necessary to confirm the terms and provisions of this Correction.

This Correction shall bind and inure to the benefit of Foreland and Steele and their respective successors and assigns. Except as specifically provided for in this Correction (i) the Override Assignments remain in full force and effect, (ii) this Correction does not modify or affect the terms, conditions or provisions of the Override Assignments, and (iii) nothing contained in this Correction shall be deemed to be, or construed as, a waiver of any such terms, conditions or provisions.

EXECUTED this 19th day of January, 2000.

Grant Steele
Grant Steele

FORELAND CORPORATION,
a Nevada corporation

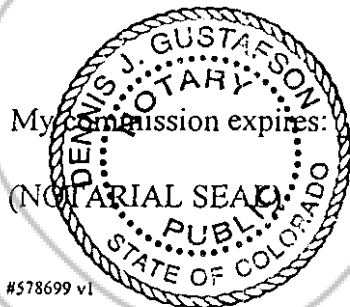
By: [Signature]
Name: Bill Steele
Title: President

Acknowledgments

STATE OF COLORADO)
COUNTY OF Jefferson) ss.

This instrument was acknowledged before me on January 17, 2000, by Grant Steele.

Dennis J. Gustafson
Notary Public



My commission expires: 3-17-2001

#578699 v1

STATE OF COLORADO

)
) ss.
)

COUNTY OF _____

This instrument was acknowledged before me on January ___, 2000, by

Notary Public

My commission expires: _____

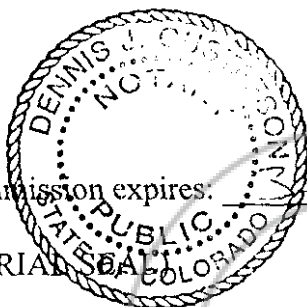
(NOTARIAL SEAL)

STATE OF COLORADO

)
) ss.
)

COUNTY OF Jefferson

This instrument was acknowledged before me on January 19, 2000, by
N. Thomas Steele, as _____ President of FORELAND CORPORATION, a Nevada
corporation.



Dennis J. Leston
Notary Public

My commission expires: 3-17-2001

(NOTARIAL SEAL)

BOOK 332 PAGE 513
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Helme Roberts & Owen
00 FEB 14 PM 1:38

LUREKA COUNTY NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES \$9.00

173855

BOOK 332 PAGE 515