

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 GeneFran Company, a Colorado general partnership ("GeneFran"), 11227 West Ford Drive, Lakewood, CO 80226.

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 GeneFran and Grant Steele certain overriding royalty interests as more specifically described therein (individually, "Override," and collectively, the "Overrides").

B. It was the intention of Foreland and GeneFran 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 GeneFran 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, GeneFran hereby sells, grants, assigns, transfers and sets over to Foreland, and its successors and assigns, so much of its 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 GeneFran 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 ^{7th} 20 day of January, 2000.

GENEFRAN COMPANY,
a Colorado general partnership

By: E. L. Howard
Eugene L. Howard, Partner

By: Frances J. Howard
Frances J. Howard, Partner

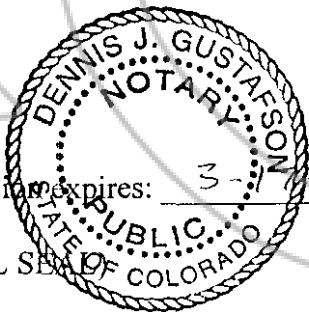
FORELAND CORPORATION,
a Nevada corporation

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

Acknowledgments

STATE OF COLORADO)
) ss.
COUNTY OF Jefferson)

This instrument was acknowledged before me on January 20, 2000, by Eugene L. Howard, as a partner of GeneFran Company, a Colorado general partnership.

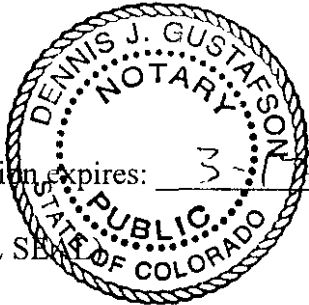


[Signature]
Notary Public

My commission expires: 3-1-2001
(NOTARIAL SEAL OF COLORADO)

STATE OF COLORADO)
) ss.
COUNTY OF Jefferson)

This instrument was acknowledged before me on January 20, 2000, by Frances J. Howard, as a partner of GeneFran Company, a Colorado general partnership.



Dennis J. Gustafson
Notary Public

My commission expires: 3-17-2001

(NOTARIAL SEAL)

STATE OF COLORADO)
) ss.
COUNTY OF Jefferson)

This instrument was acknowledged before me on January 24, 2000, by W. Thomas Steele, as _____ President of FORELAND CORPORATION, a Nevada corporation.



Dennis J. Gustafson
Notary Public

My commission expires: 3-17-2001

(NOTARIAL SEAL)

BOOK 332 PAGE 516
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Holme Roberts & Owen
00 FEB 14 PM 1:41
GUREKA COUNTY NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES 9.00

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