

ASSIGNMENT OF OVERRIDING ROYALTY INTERESTS

KNOW ALL MEN BY THESE PRESENTS:

That Springcreek Resources, Inc. whose address is P.O. Drawer 171330, San Antonio, Texas 78217 hereafter referred to as Assignor), for and in consideration of the sum of Ten Dollars (\$10) and other valuable consideration, cash in hand paid by the party named below (hereafter referred to as Assignee), the receipt of which is hereby acknowledged, has conveyed, transferred, assigned and set over and by these presents does convey, transfer, assign, set over and deliver unto the Assignee an overriding royalty interest, in the percent set opposite to such Assignee, in and to all oil, gas, casinghead gas and other hydrocarbon substances produced saved and marketed from the Oil and Gas Leases and lands described on Exhibit "A", attached hereto and made a part hereof, said leases and lands being situated in Elko and Eureka Counties, Nevada.

Assignee:

Overriding Royalty Interest

Springcreek Resource Partnership, Ltd.
P.O. Box 171330
San Antonio, TX 782

0.125% (0.00125 NRI)

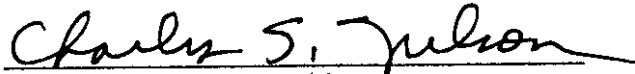
It being the intention of Assignor to convey all right, title and interest in and to the property as acquired by ASSIGNMENT OF OVERRIDING ROYALTY executed the 19th day of June, 2001 in Joe McMahon, Jr., 4545 S. Monaco Street, No. 144, Denver, CO. 80237 to Springcreek Resources Corporation (a Texas Corporation) P.O. Drawer 171330, San Antonio, Texas, filed and recorded in the Official Records of Elko County, Nevada in File No. 4779 and also filed and recorded in Official Records of Eureka County, Book 342, Page 266.

The interest conveyed hereby shall be free and clear of all costs and expenses except severance and production taxes (including windfall profit taxes, if any) and all other taxes levied and assessed upon the overriding royalty share of production hereby assigned.

If Assignor's interest in the Oil and Gas Leases described on Exhibit "A" is less than the entire or if said Oil and Gas Leases cover less than the entire fee title, then the overriding royalty interests conveyed hereby shall be reduced proportionately. This assignment is made without any warranties whatsoever, either express or implied.

TO HAVE AND TO HOLD the above described property and rights, together with all and singular rights and appurtenances thereto and belonging to Assignees, their heirs, successors, personal representatives and assigns forever.

IN WITNESS WHEREOF this document is executed this 1st day of November, 2001.

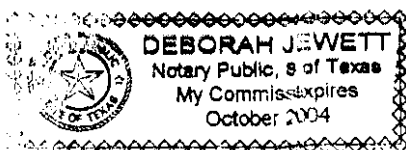
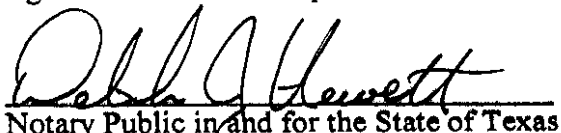


Charles S. Nelson, President
Springcreek Resources Corp.

STATE OF TEXAS

COUNTY OF BEXA

This interest was acknowledged before me this 23rd day of MAY, 2001, by Charles S. Nelson, on behalf of Springcreek Resources Corp.

Notary Public in and for the State of Texas

EXHIBIT "A"

Lessor

Julian Tomera Ranches, Inc.,
Stonehouse Ranch Division

Lessee

V. F. Neuhaus Properties, Inc.

Date

2/15/2001

County

Elko & Eureka Nevada

State

Legal Description

Township 31 North, Range 32 East, MDN
Sec. 33, All

Gross Acres

640.00

Recording Data

Book 1, Page 10214
Book 341, Page 131

Nevada/Tomera#2 - Lse Schd-Page 1

BOOK 348 PAGE 91

OFFICIAL RECORDS

RECORDED AT THE REQUEST OF

Spring Creek Resources

02 JUN 27 PM 1:41

EUREKA COUNTY NEVADA

M.H. REBALEATI, RECORDER

FILE NO.

FEES 15

178240

BOOK 348 PAGE 8

INDEXED
FEE 15.00 FILE# 483855

REQUEST OF

Spring Creek Resources

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JERRY D. REYNOLDS
ELKO CO. RECORDER

Partnership LTD

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