

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 (\$10.00) 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 percentage 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, Eureka and White Pine 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 9th day of November, 2000 from Paul R. Mayo, Jr., 8918 Tesoro Drive, Suite 505, San Antonio, Texas 78217 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. 467415, also filed and recorded in Official Records of Eureka County, Book J, Page 542 and in the Official Records of White Pine County, Nevada, Book 327, pages 21-27.

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.

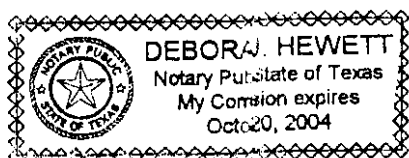
IN WITNESS WHEREOF this document is executed this 1st day of November, 2001.

Charles S. Nelson
Charles S. Nelson, President
Springcreek Resources Corp.

STATE OF TEXAS

COUNTY OF BEXAR

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



Deborah Hewett
Notary Public in and for the State of Texas

EXHIBIT "A"

<u>Lessor</u>	<u>Lessee</u>	<u>Date</u>	<u>County</u>	<u>State</u>	<u>Legal Description</u>	<u>Gross Acres</u>	<u>Recording Data</u>
Chestine D. Cook, Individually & as heir & devisee of Franklin Barry Cook, deceased	V. F. Neuhaus Properties, Inc.	4/28/97	Elko	Eureka Nevada	Township 31 North, Range 52 East, MDM Sec. 33: All	640.00	Bk 993, Pg 109 Bk 308, Pg 171
Ja Nell Cook, Individually & as heir & devisee of Charles Cook, Jr., deceased	V. F. Neuhaus Properties, Inc.	4/28/97	Elko	Eureka Nevada	Township 31 North, Range 52 East, MDM Sec. 33: All	640.00	Bk 993, Pg 111 Bk 308, Pg 173
Dawn E. Cook, a single woman	V. F. Neuhaus Properties, Inc.	4/28/97	Elko	Eureka Nevada	Township 31 North, Range 52 East, MDM Sec. 33: All	640.00	Bk 993, Pg 113 Bk 308, Pg 175
Carla Stivers, formerly known as Carla A. Poole, a married woman dealing in her sole & separate property	V. F. Neuhaus Properties, Inc.	4/28/97	Elko	Eureka Nevada	Township 31 North, Range 52 East, MDM Sec. 33: All	640.00	Bk 993, Pg 115 Bk 308, Pg 177
Todd Cook, dealing in his sole & separate property	V. F. Neuhaus Properties, Inc.	4/28/97	Elko	Eureka Nevada	Township 31 North, Range 52 East, MDM Sec. 33: All	640.00	Bk 993, Pg 117 Bk 308, Pg 179
Julian Tomera Ranches, Inc., Stonehouse Ranch Division	V. F. Neuhaus Properties, Inc.	7/2/99	Elko	Eureka Nevada	Township 31 North, Range 52 East, MDM Sec. 33: All	640.00	Bk 1106, Pg 709 Bk 328, Pg 278
USA: N-61507	V. F. Neuhaus Properties, Inc.	4/1/97	Elko	Eureka Nevada	Township 30 North, Range 52 East, MDM Sec. 4: Lots 1, 2, 3, 4, S2N2, S2 (All) Sec. 10: All Sec. 16: E2, NE/4NW/4 TOWNSHIP 31 NORTH, RANGE 52 EAST, MDM Sec. 28: All Sec. 34: All	1,642.26	
USA: N-61812	V. F. Neuhaus Properties, Inc.	8/1/97	Elko	Eureka Nevada	Township 30 North, Range 52 East, MDM Sec. 2: Lots 1,2,3,4, S2N2, S2 (All) Sec. 14: All	1,281.36	

EXHIBIT "A"

<u>Lessor</u>	<u>Lessee</u>	<u>Date</u>	<u>County</u>	<u>State</u>	<u>Legal Description</u>	<u>Gross Acres</u>	<u>Recording Data</u>
USA: N-62207	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 27 North, Range 56 East, MDM Sec. 9: All Sec. 10: W2NW/4	720.00	
USA: N-62215	V. F. Neuhaus Properties, Inc.	1/1/98	White Pine	Nevada	Township 14 North, Range 64 East, MDM Sec. 1: Lots 1,2,3,4, S2N2, S2 (All) Sec. 2: Lots 1,2,3,4, S2N2, S2 (All)	1,282.74	
USA: N-62216	V. F. Neuhaus Properties, Inc.	1/1/98	White Pine	Nevada	Township 14 North, Range 64 East, MDM Sec. 11: All Sec. 12: All	1,598.00	
USA: N-62217	V. F. Neuhaus Properties, Inc.	1/1/98	White Pine	Nevada	Township 14 North, Range 65 east, MDM Sec. 7: Lots 1,2,3,4, E2W2 Township 14 North, Range 64 East, MDM Sec. 13: All Sec. 24: All	1,916.26	
USA: N-62031	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 28 North, Range 56 East, MDM Sec. 8: W2, NE/4, NE/4SE/4 Sec. 9: NW/4, W2NE/4, NE/4NE/4, NW/4SW/4, Sec. 9: SE/4SW/4, S2SE/4, NE/4SE/4 Sec. 15: SE/4 Sec. 22: NE/4 Sec. 23: NW/4	1,640.00	
USA: N-62032	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 27 North, Range 56 East, MDM Sec. 3: W2SW/4 Sec. 4: Lots 1,2,3,4, S2N2, S2 (All) Sec. 5: Lots 1,2, S2NE/4	884.08	
USA: N-62033	V. F. Neuhaus Properties, Inc.	1/1/98	White Pine	Nevada	Township 25 North, Range 56 East, MDM Sec. 27: All Sec. 34: NW/4NE/4, NW/4	840.00	

EXHIBIT "A"

<u>Lessor</u>	<u>Lessee</u>	<u>Date</u>	<u>County</u>	<u>State</u>	<u>Legal Description</u>	<u>Gross Acres</u>	<u>Recording Data</u>
USA: N-62034	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 38 North, Range 67 East, MDM Sec. 8: SW/4 Sec. 18: Lots 1,2,3,4, E2W2, E2 (All)	781.40	
USA: N-62035	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 38 North, Range 67 East, MDM Sec. 30: Lots 3, 4, E2SW/4, SE/4 Sec. 32: NW/4, SE/4	2,145.11	
USA: N-62036	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 37 North, Range 67 East, MDM Sec. 4: Lots 3, 4, S2NW/4, W/SW/4 Sec. 6: Lots 1,2,3,4,5,6,7,8,9,10,11 Sec. 6: S2NE/4, SE/4NW/4, E2SW/4 Sec. 8: Lots 1,2,3,4, NW/4	720.00	
USA: N-62037	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 37 North, Range 67 East, MDM Sec. 22: S2SE/4 Sec. 26: W2, W2E2 Sec. 34: NE/4	1,600.27	
USA: N-62038	V. F. Neuhaus Properties, Inc.	1/1/98	Elko	Nevada	Township 36 North, Range 67 East, MDM Sec. 2: Lots 1,2,3,4,7,8, S2N2, N2SE/4 Sec. 12: N2NW/4 Sec. 14: W2 Sec. 16: E2SE/4	2,298.36	
					Township 35 North, Range 67 East, MDM Sec. 4: Lots 5 through 20, inclusive (All) Sec. 16: NE/4 Sec. 20: S2 Sec. 22: S2NW/4, SW/4, W2SE/4 Sec. 28: All		

EXHIBIT "A"

Lessor
 USA: N-62039

Lessee
 V. F. Neuhaus Properties, Inc.

Date 1/1/98

County Elko

State Nevada

Legal Description
 Township 34 North, Range 66 East, MDM
 Sec. 12: NE/4, E2NW/4, N2SE/4

Gross Acres 1,320.00

Recording Data

Lessor
 USA: N-62040

Lessee
 V. F. Neuhaus Properties, Inc.

Date 1/1/98

County Elko

State Nevada

Legal Description
 Township 34 North, Range 67 East, MDM
 Sec. 4: SW/4
 Sec. 6: SE/4SE/4
 Sec. 8: All
 Sec. 18: NE/4

Gross Acres 2,208.08

Recording Data

Lessor
 USA: N-62041

Lessee
 V. F. Neuhaus Properties, Inc.

Date 1/1/98

County White Pine

State Nevada

Legal Description
 Township 33 North, Range 66 East, MDM
 Sec. 1: Lots 1, 2, 3, 4, S2N2

Gross Acres 4,480.00

Recording Data

Lessor
 USA: N-62042

Lessee
 V. F. Neuhaus Properties, Inc.

Date 1/1/98

County White Pine

State Nevada

Legal Description
 Township 20 North, Range 64 East, MDM
 Sec. 2: S2S2
 Sec. 3: SE/4
 Sec. 10: E2, SW/4
 Sec. 11: All
 Sec. 14: All
 Sec. 16: E2
 Sec. 21: All
 Sec. 22: W2, NE/4
 Sec. 28: N2

Gross Acres 1,920.00

Recording Data

Lessor
USA: N-62030

Lessee
V. F. Neuhaus Properties, Inc.

Date
10/1/97

County White Pine
State Nevada

Legal Description
Township 25 North, Range 56 East, MDM
Sec. 28: All
Sec. 33: N2

Gross Acres
960.00

Recording Data

EXHIBIT "A"

COPY

BOOK 348 PAGE 10
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Spring Creek Resources
02 JUN 27 PM 1:54
LURENA COUNTY NEVADA
H.M. REBALEATI, RECORDER
FILE NO. FEES (-)

FEE 19.00 INDEXED
FILE# 483857
REQUEST OF
Spring Creek Resources
02 MAY 31 PM 12:35 *Partnership LTD*
BK 2 PG 19260
JERRY D. REYNOLDS
ELKO CO. RECORDER

178242

BOOK 48 PAGE 106