

BOOK 369 PAGE 161-174
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Yates Petroleum Corp.
2003 NOV 17 AM 8:36

EUREKA COUNTY, NEVADA
M.H. REBALEATI, RECORDER
FILE NO. FEES 5/00

APN# _____

Recording Request by:

183183

Name YATES PETROLEUM CORP

Address 105 Southfourth St.

City/State/Zip Arta, NM 88210-2118

ASSMENT OF OIL AND GAS LEASES
(Title of Document)

This page added to provide additional information required by NRS 111.312 Sections 1-2.
(Additional recording fees)

This cover page must be read or printed.

BOOK 369 PAGE 161

Assignment of Oil and Gas Leases

This Assignment from **YATES PETROLEUM CORPORATION, YATES DRILLING COMPANY, ABO PETROLEUM CORPORATION, and MYCO INDUSTRIES, INC.**, whose address is 105 South Fourth Street, Artesia, NM, 88201, hereinafter referred to as "Assignors", for and in consideration of the sum of Ten Dollars (\$10) cash and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby transfer and assign unto:

	<u>Interest Assigned:</u>
TRAIL MOUNTAIN INC.	6.96159%
YATES DRILLING COMPANY	12.67947%
ABO PETROLEUM CORPORATION	12.67947%
MYCO INDUSTRIES, INC.	12.67947%
105 South Fourth Street Artesia, NM 88201	
WINN EXPLORATION COMPANY, INC.	25.00000%
800 N. Shoreline Blvd 19 th Floor North Tower Corpus Christi, TX 78401	
HERRIN EXPLORATION, LLC	12.50000%
P.O. Box 329 Jackson, MS 39205	
LACY PROPERTIES, LTD.	12.50000%
222 East Tyler Street Longview, TX 75601	
ROY G. BARTON, JR.	5.00000%
1919 N. Turner Street Hobbs, NM 88240	

hereinafter referred to as "Assignees", all of Assignor's right, title and interest, in and to the Oil and Gas Leases described in Exhibit "A", attached hereto and made a part hereof, located in Eureka County, Nevada.

Assignees agree to comply with all the express and implied covenants and obligations contained in said leases insofar as they cover and apply to the interest herein assigned.

This Assignment is made without warranty of title, either express or implied.

EXECUTED this 13th day of October, 2003.

YATES PETROLEUM CORPORATION

By: *Peyton Yates*
Peyton Yates, Attorney-in-Fact

ATTEST:

ABO PETROLEUM CORPORATION

By: *John A. Yates, Jr.*
John A. Yates, Jr., Attorney-in-Fact

YATES DRILLING COMPANY

[Signature]

WINN EXPLORATION COMPANY, INC.

HERRIN EXPLORATION, LLC

By: _____

By: _____

Title: _____

Title: _____

LACY PROPERTIES, LTD

ROY G. BARTON, JR.

By: _____

By: _____

Title: _____

Acknowledgment

STATE OF NEW MEXICO)
) ss.
County of EDDY)

The foregoing instrument is acknowledged before me this 13th day of October, 2003, by Peyton Yates, Attorney-In-F for Yates Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My commission expires: 8/12/05
Paula J. Baker
Notary Public

STATE OF NEW MEXICO)
) ss.
COUNTY OF EDDY)

The foregoing instrument is acknowledged before me this 13th day of October, 2003, by John A. Yates, Jr., Attorney-Fact for Abo Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: 8/12/05
Paula J. Baker
Notary Public

STATE OF NEW MEXICO)
) ss.
COUNTY OF EDDY)

The foregoing instrument is acknowledged before me this 13th day of October, 2003, by Tobin Rhodes, Vice-President of Yates Drilling Company, a New Mexico, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: 8/12/05
Paula J. Baker
Notary Public

STATE OF NEW MEXICO)
) ss.
COUNTY OF EDDY)

STATE OF NEW MEXICO)
) ss.
COUNTY OF EDDY)

The foregoing instrument s acknowledged before me this 13th day of October, 2003, by Randy G. Patterson, Attornen-Fact for Trail Mountain, Inc., a New Mexico corporation, on behalf of said corporation.

My Commission Expires:
8/12/05

Paula J. Beck
Notary Public

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by _____, _____ for Winn Exploration Company, Inc., a _____ corporation, on behof said corporation.

My Commission Expires:

Notary Public

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by _____, _____ for Herrin Exploration, LLC, a _____ corporation. behalf of said corporation.

My Commission Expires:

Notary Public

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by _____, _____ for Lacy Properties, Ltd., a _____ limited corporation, on behalf of sa:orporation.

My Commission Expires:

Notary Public

STATE OF NEW MEXICO ()
) ss.
COUNTY OF EDDY)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by Roy G. Barton, Jr. _____.

My Commission Expires:

Notary Public

EXHIBIT "A"

Attached to and made a part that certain Assignment of Oil and Gas Leases dated October 13, 2003, by and between Yates Petroleum Corporation, Yates Drilling Company, Abo Petroleum Corporation and Myco Industries, Inc., Assignors; Trail Mountain, Inc., Yates Drilling Company, Myco Industries, Inc., Abo Petroleum Corporation, Winexploration Company, Inc., Herrin Exploration, LLC, Lacy Properties, Ltd and Roy G. Barton, Jr., as Assigns, covering the following described leases in Eureka County, Nevada

Lease Name	Lease Date	Lease Description	Gross Acres	Recorded Book – Page
Milton Bors	10/28/2002	Township 27 North, Range 51 East Section 18: Lots 1, 2, E2NW (NW4)	154.94	Book 348 Page 391
Carol Crisp	4/1/2004	Township 27 North, Range 51 East Section 13: A parcel of land located in the NE4, described as commencing at the E ¼ corner of said Section 13, thence North 60 degrees 01' West, a distance of 2,630.54' to corner # 1, the point of beginning; thence North a distance of 1,325.50' to corner # 2; a point on the Section line between Section 12 and 13; thence East a distance of 1,939.23' to corner # 3, a point on the Northwesterly ROW Line of the Nevada State Highway; thence South 34 degrees 50' West along said ROW Line a distance 1,614.85' to corner # 4; thence West, a distance of 1,016.84' to corner no. 1, the point of beginning.	44.90	Book 341 Page 317
James E. Kurtz	4/2/2001	Township 27 North, Range 51 East Section 13: A parcel of land located in the NE4, described as commencing at the E ¼ corner of said Section 13, thence West, a distance of 2,158.95' along the ¼ Section Line to a point on the Northwesterly ROW Line of the Nevada State Highway, thence N 34 degrees 50' East, along said ROW Line 639.60' to corner # 1, the point of beginning, thence continuing North 34 degrees 50' East, a distance of 539.70' to corner # 2; thence West a distance 1,137.23' to corner # 3, a point on the North-South ¼ Section Line of said Section 13; thence South along said ¼ Section Line a distance of 443.00' to corner # 4; thence east 828.96' to corner #1 the point of beginning.	10.00	Book 341 Page 321
Eureka County	5/21/2001	Township 27 North, Range 51 East Section 13: an 8.00 acre tract located in the S2SW4NE4 of Section 13, lying West of Nevada State Highway #278; also described as that portion of the NE4 of Section 13 lying more than 2,114.5' South of the Northern border of Section 13, and lying West of Route #278.	8.00	Book 342 Page 40
Gene Estella	4/2/2001	Township 27 North, Range 51 East Section 13: A parcel of land in the NE4, described as beginning at corner #1, which is also the E ¼ corner of Section 13; running West a distance of 2,028.62' to	55.52	Book 341 Page 319

Dennis Cocking	3/1/2005	Township 27 North, Range 51 East Section 13: A parcel of land in the NE4, described as commencing at the E ¼ corner of said Section 13, thence West, a distance of 2,158.95' along the ¼ Section line to a point of the Northwesterly ROW Line of the Nevada State Highway, thence N 34 degrees 50' East, along said ROW Line 1,179.30' to corner #1, the point of beginning; thence continuing North 34 degrees 50' East, a distance of 422.13' to corner #2; thence West a distance of 1,378.34' to corner #3, a point on the North-South ¼ Section line of said Section 13'; thence South along said ¼ Section line a distance 346.50' to corner #4; thence East 1,137.23' to corner #1, the point of beginning.	10.00	Book 346 Page 501
Frank B. Smith	3/5/05	Township 27 North, Range 51 East, 6 th P.M. Section 13: W2W2NWNE	11.00	Book 282 Page 003
Nevada Dept. of Transportation	12/5/05	Township 27 North, Range 51 East, 6 th P.M. Section 11: S2 Section 12: S2 Section 13: Lots 1, 2, 3, 4, W2 Section 14: All	1751.82	Book 291 Page 146

WINN EXPLORATION COMPANY, INC.

By: Michael W. Calhoun
Michael W. Calhoun
Title: Vice President

HERRIN EXPLORATION, LLC

By: _____
Title: _____

LACY PROPERTIES, LTD.

By: _____
Title: _____

ROY G. BARTON, JR.

By: _____

Acknowledgment

STATE OF NEW MEXICO

ss.

County of EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Peyton Yates, Attorney-In-Fact Yates Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My commission expires: _____

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by John A. Yates, Jr., Attorney-in-Fact for Abo Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Tobin Rhodes, Vice-President Yates Drilling Company, a New Mexico, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Randy G. Patterson, Attorney-in-Fact for Trail Mountain, Inc., a New Mexico corporation, on behalf of said corporation.

My Commission Expires: 8/12/05

Notary Public

STATE OF TEXAS

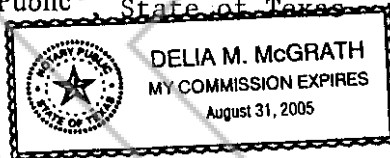
ss.

COUNTY OF NUECES

The foregoing instrument was acknowledged before me this 15 day of October, 2003, by Michael W. Calley Vice President for Winn Exploration Company, Inc., a Texas corporation, on behalf of said corporation.

My Commission Expires: 8-31-05

Delia M. McGrath
Notary Public, State of Texas



STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Herrin Exploration, LLC, a _____ corporation, on behalf of said corporation.

My Commission Expires: _____

Notary Public

STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Lacy Properties, Ltd., a _____ limited corporation, on behalf of said corporation.

My Commission Expires: _____

Notary Public

STATE OF NEW MEXICO)

) ss.

COUNTY OF EDDY)

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Roy G. Barton, Jr. _____

My Commission Expires: _____

Notary Public

WINN EXPLORATION COMPANY, INC.

By: _____

Title: _____

HERRIN EXPLORATION, LLC

By: [Signature]

Title: PARANAL

LACY PROPERTIES, LTD.

By: _____

Title: _____

ROY G. BARTON, JR.

By: _____

Acknowledgment

STATE OF NEW MEXICO

ss.

County of EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Peyton Yates, Attorney-In-Fact Yates Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My commission expires: _____

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by John A. Yates, Jr., Attorney-in-fact for Abo Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO)

) ss.

COUNTY OF EDDY)

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Tobin Rhodes, Vice-President Yates Drilling Company, a New Mexico, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO)

) ss.

COUNTY OF EDDY)

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Randy G. Patterson, Attorney-in-Fact for Trail Mountain, Inc., a New Mexico corporation, on behalf of said corporation.

My Commission Expires:
8/12/05

Notary Public

STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Winn Exploration Company, Inc., a _____ corporation, on behalf said corporation.

My Commission Expires:

Notary Public

STATE OF Ms

ss.

COUNTY OF Hinds

The foregoing instrument was acknowledged before me this 13 day of @OT, 2003, by Carl Herrin for Herrin Exploration, LLC, a _____ corporation, on behalf of said corporation.

My Commission Expires:
~~My Commission Expires on: March 2006~~

[Signature]
Notary Public

STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Lacy Properties, Ltd., a _____ limited corporation, on behalf of said corporation.

My Commission Expires:

Notary Public

STATE OF NEW MEXICO)

) ss.

COUNTY OF EDDY)

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Roy G. Barton, Jr. _____

My Commission Expires:

WINN EXPLORATION COMPANY, INC.

By: _____

Title: _____

HERRIN EXPLORATION, LLC

By: _____

Title: _____

LACY PROPERTIES, LTD.

By: Neal A. Hawthorn
Neal A. Hawthorn
Vice President for
Title: Lacy Property Management, Inc.
General Partner

ROY G. BARTON, JR.

By: _____

Acknowledgment

STATE OF NEW MEXICO

ss.

County of EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Peyton Yates, Attorney-In-Fact Yates Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My commission expires: _____

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by John A. Yates, Jr., Attorney-in-fact for Abo Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Tobin Rhodes, Vice-President Yates Drilling Company, a New Mexico, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

STATE OF NEW MEXICO)
) ss.
COUNTY OF EDDY)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by Randy G. Patterson, Attornen-Fact for Trail Mountain, Inc., a New Mexico corporation, on behalf of said corporation.

My Commission Expires:
8/12/05

Notary Public

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by _____ for Winn Exploration Company, Inc., a _____ corporation, on behof said corporation.

My Commission Expires:

Notary Public

STATE OF _____)
) ss.
COUNTY OF _____)

The foregoing instrument s acknowledged before me this _____ day of _____, 2003, by _____ for Herrin Exploration, LLC, a _____ corporation, behalf of said corporation.

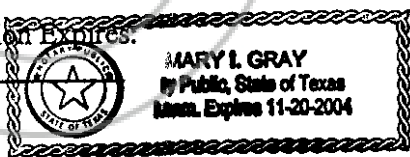
My Commission Expires:

Notary Public

STATE OF TEXAS)
) ss.
COUNTY OF GREGG)

The foregoing instrument s acknowledged before me this 20th day of October, 2003, by Neal A. Hawthorn, Vi President _____ for Lacy Property Management, Inc., General Partner for Lacy Properties, Ltd.

My Commission Expires:



Mary L. Gray

Notary Public

STATE OF NEW MEXICO)
) ss.
COUNTY OF EDDY)

The foregoing instruments acknowledged before me this _____ day of _____, 2003, by Roy G. Barton, Jr. _____.

My Commission Expires:

WINN EXPLORATION COMPANY, INC.

By: _____

Title: _____

HERRIN EXPLORATION, LLC

By: _____

Title: _____

LACY PROPERTIES, LTD.

By: _____

Title: _____

ROY G. BARTON, JR.

By: *Ray G. Barton, Jr.*

Acknowledgment

STATE OF NEW MEXICO

ss.

County of EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Peyton Yates, Attorney-In-Factor Yates Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My commission expires: _____

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by John A. Yates, Jr., Attorney-Factor for Abo Petroleum Corporation, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Tobin Rhodes, Vice-President Yates Drilling Company, a New Mexico, a New Mexico corporation, on behalf of said corporation.

My Commission Expires: _____

8/12/05

Notary Public

STATE OF NEW MEXICO)

) ss.

COUNTY OF EDDY)

STATE OF NEW MEXICO

ss.

COUNTY OF EDDY

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by Randy G. Patterson, Attorney-in-Fact for Trail Mountain, Inc., a New Mexico corporation, on behalf of said corporation.

My Commission Expires: 8/12/05

Notary Public

STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Winn Exploration Company, Inc., a _____ corporation, on behalf of said corporation.

My Commission Expires: _____

Notary Public

STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Herrin Exploration, LLC, a _____ corporation, on behalf of said corporation.

My Commission Expires: _____

Notary Public

STATE OF _____

ss.

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2003, by _____ for Lacy Properties, Ltd., a _____ limited corporation, on behalf of said corporation.

My Commission Expires: _____

Notary Public

STATE OF NEW MEXICO)

) ss.

COUNTY OF ~~EDDY~~ LEA)

The foregoing instrument was acknowledged before me this 28th day of October, 2003, by Roy G. Barton, Jr. _____

My Commission Expires: _____

Joan Isbell

Notary Public