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10:29

Official Record

Recording requested By
LACY PROPERTIES LTD

Eureka County - NV

Mike Rebaleati - Recorder

Fee: **\$41.00**

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RPTT:

Recorded By: LLH

Book- 0449 Page- 0170



0207350

December 20, 2006

Amendment to Assignment of Overriding Royalty
Black Stone Minerals Co. (NV-3853-06)
Palisade Prospect
Eureka County, Nevada

By and Between Lacy Properties, Ltd., Providence Petroleum, L.C., and Trail
Mountain, Inc. Dated Effective April 10, 2006.

Return recorded document to:

Lacy Properties, Ltd.
Attn: Jodie Lacy
P. O. Box 2146
Longview, TX 75606
(903)758-8276

AMENDMENT TO ASSIGNMENT OF OVERRIDING ROYALTY

STATE OF NEVADA §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF EUREKA §

WHEREAS, Lacy Properties, Ltd., whose address is P. O. Box 2146, Longview, Texas 75606 ("Lacy") did convey and assign an overriding royalty interest to Providence Petroleum, L.C., whose address is 202 Azalea Way, Marshall, Texas 75672 ("Providence") by that certain Assignment of Overriding Royalty dated effective October 1, 2004, as recorded in Book 399, page 352 of the Official Records of Eureka County, Nevada (the "Assignment");

WHEREAS, said Assignment was equal to an overriding royalty interest of 2.5% of 8/8ths in all oil, gas and other minerals produced, saved and marketed pursuant to the terms of that certain Oil and Gas Lease dated August 6, 2004, from Black Stone Minerals Company, L. P. ("Black Stone") to Lacy Properties, Ltd., (the "Lease"), a Memorandum of which is recorded in Volume 393, page 71 of the Official Records of Eureka County, Nevada, covering lands more particularly described therein and containing 7,666.76 acres, more or less;

WHEREAS, by that certain Partial Assignment of Oil and Gas Lease dated effective October 1, 2004, Lacy did convey and assign to Trail Mountain, Inc., whose address is 105 South Fourth Street, Artesia, New Mexico 88210 ("Trail Mountain") an undivided 35% interest in the Lease, subject to the Assignment, as recorded in Book 402, page 100 of the Official Records of Eureka County, Nevada;

WHEREAS, by that certain Amendment of Oil and Gas Lease ("Amendment") dated April 10, 2006, by and between Black Stone, Lacy and Trail Mountain, a Memorandum which is recorded in Book 438, page 40 of the Official Records of Eureka County, Nevada, the Lease was amended to add lands to the Lease whereby it now covers and describes 8,828.55 acres, more or less, (the "Lands"); and

WHEREAS, the parties hereto wish to amend the Assignment to add and include the Lands.

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, Lacy, Trail Mountain and Providence do hereby amend said Assignment to cover all Lands described in the Amendment. In all other respects the Assignment shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, this instrument is executed as of this 1st day of December, 2006, but is made effective as of April 10, 2006.

LACY PROPERTIES, LTD.

By: Lacy Property Management, Inc.
Its General Partner

By: Neal A. Hawthorn
Neal A. Hawthorn, Vice President

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PROVIDENCE PETROLEUM, L.C.

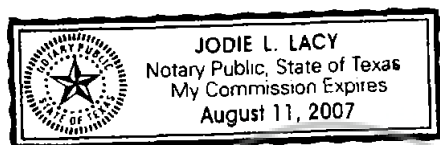
By: James A. Carpenter
James A. Carpenter, Manager and Member

ACKNOWLEDGMENTS

STATE OF TEXAS §

COUNTY OF GREGG §

This instrument was acknowledged before me on the 16th day of December 2006 by Neal A. Hawthorn, Vice President of Lacy Property Management, Inc., General Partner for Lacy Properties, Ltd., a Texas Limited Partnership.

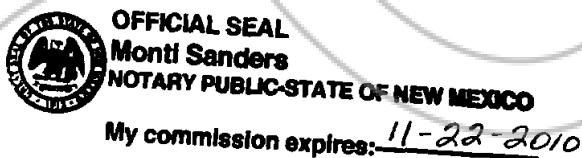


Jodie L. Lacy
Notary Public in and for the State of Texas

STATE OF NEW MEXICO §

COUNTY OF Eddy §

This instrument was acknowledged before me on the 14th day of December, 2006 by Randy Patterson, Attorney-in-Fact of Trail Mountain, Inc.

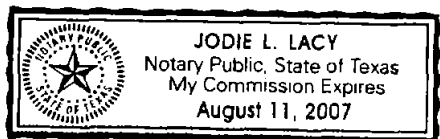


Monti Sanders
Notary Public in and for the State of New Mexico

STATE OF TEXAS §

COUNTY OF HARRISON §

This instrument was acknowledged before me on the 16th day of December 2006 by James A. Carpenter, Manager and Member of Providence Petroleum, L.C.



Jodie L. Lacy
Notary Public in and for the State of Texas