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Official Record

Recording requested By  
DAVID G STOLFA

Eureka County - NV

Mike Rebaletti - Recorder

Fee \$46.00 Page 1 of 8  
RPTT Recorded By LH  
Book- 566 Page- 0382



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Recording Requested By

Name David G Stolfa

Address 3300 So Columbine Circle

City / State / Zip Englewood, CO 80113

ASSIGNMENT OF OIL AND GAS LEASES AND BILL OF SALE

(Print Name Of Document On The Line Above)

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I the undersigned hereby affirm that this document submitted for recording contains personal information (social security number, driver's license number or identification card number) of a person as required by specific law, public program or grant that requires the inclusion of the personal information. The Nevada Revised Statute (NRS), public program or grant referenced is

(Insert The NRS, public program or grant referenced on the line above )

Signature

Name Typed or Printed

This page is added to provide additional information required by NRS 111 312 Sections 1-2  
This cover page must be typed or printed. Additional recording fee applies

**ASSIGNMENT OF OIL AND GAS LEASES AND BILL OF SALE**

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

THAT **PROVIDENCE ENERGY CORP**, whose address is 14860 Montfort, Suite 209 Dallas, Texas 75240 ("**Assignor**"), for and in consideration of Ten Dollars (\$10 00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby bargain grant, sell, assign, transfer and convey seventy-nine percent (79%) of its ownership interest unto **ELAND ENERGY, INC** whose address is 8150 North Central Expressway, Suite 400, Dallas Texas 75206, and twenty-one percent (21%) of its ownership interest unto **LOCHINVAR ENERGY LP**, whose address is 203 E Interstate 30, Suite 200, Rockwall, Texas 75087 (collectively "**Assignee**"), ALL of Assignor's right, title and interest in and to each of the oil, gas and mineral leases described on the attached Exhibit 'A' (the Leases), attached hereto and made a part hereof for all purposes, and ALL of Assignor's right, title and interest in the same proportions as stated above (seventy-nine percent 79% and twenty-one percent 21% respectively) in and to the following

- A All crude oil, crude oil in tanks, gas, casinghead gas, drip gasoline, natural gasoline, condensate in storage or in pipelines and all other liquid hydrocarbons and other minerals, together with the products obtained or processed therefrom, that may be extracted or produced from or accruing or attributable to the undivided interests assigned above,
- B All rents, issues, profits, proceeds, revenues and other income derived from the undivided interests assigned above, and
- C All of the presently existing operating agreements and oil and gas sales and processing contracts and agreements, and all other contracts, agreements and instruments that relate to the Leases (or lands pooled or unitized therewith) or to the production of oil and gas from or attributable to such leases (or lands pooled or unitized therewith),
- D All permits licenses easements, easements appurtenant, servitudes, rights-of-way and surface leases, whether or not described on Exhibit "A" hereto and all real rights, tenements and hereditaments belonging or appertaining thereto or to the Leases or to any unitized area which includes any of the lands covered by such Leases, which grant to Assignor rights, options, titles and interests with respect to the use and occupation of the surface of and the subsurface depths under any of the lands covered by the Leases (or lands pooled or unitized therewith), and
- E All real, personal and mixed property located on the lands covered by the Leases or used, useful, or held for future use, in connection with the operation of such Leases, including, without limitation, wells, well equipment, casing, tanks, boilers, buildings, tubing, pumps, motors, fixtures, machinery and other equipment, pipelines, gathering systems, power lines, telephone and telegraph lines, roads, field processing plants and all other improvements used in the operation thereof

The undivided interests set forth above in and to the Leases and the properties described in paragraphs A, B, C, D and E above shall be referred to hereinafter as the "Assigned Interests"

**TO HAVE AND TO HOLD** said Assigned Interests unto Assignee, its successors and assigns

Thus Assignment is made without warranty of any kind, either expressed or implied Assignee acknowledges that it has inspected and has satisfied itself as to the condition of the Subject Properties ALL WELLS, PERSONAL PROPERTY AND FIXTURES ARE INTENDED TO BE AND ARE HEREBY SOLD AND ACCEPTED ON AN "AS IS," "WHERE IS," "WITH ALL FAULTS" BASIS ASSIGNOR MAKES NO REPRESENTATION OR WARRANTY, EXPRESS, STATUTORY, OR IMPLIED, AS TO THE VALUE, MERCHANTABILITY, DESIGN, CONDITION, OPERATION, QUANTITY, DURABILITY, QUALITY OF MATERIAL OR WORKMANSHIP, FITNESS FOR USE,

OR AGAINST ANY TYPE OF INFRINGEMENT OF SUCH PERSONAL PROPERTY AND FIXTURES WHETHER ARISING FROM THE COURSE OF PERFORMANCE, COURSE OF DEALING, USAGE OF TRADE, OR OTHERWISE This Assignment is made with full substitution and subrogation to Assignee in and to all covenants and warranties by others heretofore given or made with respect to the Subject Properties

This Assignment is made subject to

- (a) the terms and conditions of the Leases,
- (b) all valid and existing operating agreements, unit operating agreements, unit or pooling agreements, farm-in and farm-out agreements, and all other agreements affecting Assignor's interest in any of the Leases,
- (c) all valid and existing joint ventures, partnership or tax partnership agreements or agreements to terminate or dissolve any such joint ventures, partnership or tax partnership agreements, affecting Assignor's interests in any of the Leases, and
- (d) all valid and existing matters that are of public record affecting Assignor's interests in any of the Leases

All of the covenants, terms, conditions and obligations hereof shall constitute covenants running with the lands and the Leases and same shall inure to the benefit of and be binding upon the parties hereto, their heirs, legal representatives, successors and assigns

Assignor will execute and deliver all such other and additional instruments, notices, releases and other documents and will do and perform all such other acts as may be necessary or advisable to assure to Assignee and its successors and assigns all of the rights and interests herein granted or intended to be granted

WITNESS THE EXECUTION HEREOF, in multiple originals, on this 20<sup>th</sup> day of December, 2002, to be effective, however, as of September 1, 2002, at 7 00 a m local time of the Assigned Interests

ATTEST

Hayle Torres  
\_\_\_\_\_

ASSIGNOR.  
PROVIDENCE ENERGY CORP

Mike Allen  
By Mike Allen  
Title President

ATTEST

R Craig Nielsen  
R Craig Nielsen  
Assistant Secretary

ASSIGNEE  
ELAND ENERGY, INC

Gregg Allen  
By Gregg Allen  
Title Vice President

ASSIGNEE  
LOCHINVAR ENERGY LP

Blair Garrett  
By Blair Garrett  
Title Partner

STATE OF TEXAS  
COUNTY OF DALLAS

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§  
§



BEFORE ME, the undersigned authority, on this day personally appeared MIKE ALLEN known to me to be the person whose name is subscribed to the foregoing instrument, as President of PROVIDENCE ENERGY CORP, a Texas corporation, who acknowledged before me on this day that being informed of the contents of the conveyance that he, as such officer and with full authority, executed the same voluntarily for the purposes and consideration herein expressed, for and as the act and deed of said corporation

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 20<sup>th</sup> day of <sup>December</sup> ~~November~~, 2002

My Commission Expires  
2-15-06

Merilee Baird  
Notary Public in and for the State of Texas

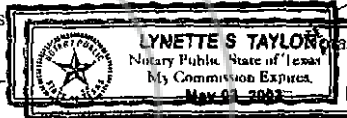
STATE OF TEXAS  
COUNTY OF DALLAS

§  
§  
§

BEFORE ME, the undersigned authority, on this day personally appeared GREGG ALLEN, known to me to be the person whose name is subscribed to the foregoing instrument, as Vice President of ELAND ENERGY, INC, a Texas corporation, who acknowledged before me on this day that, being informed of the contents of the conveyance that he, as such officer and with full authority, executed the same voluntarily for the purposes and consideration herein expressed, for and as the act and deed of said corporation

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 30<sup>th</sup> day of <sup>December</sup> ~~November~~, 2002

My Commission Expires  
May 3, 2003



Lynette S Taylor  
Notary Public in and for the State of Texas

STATE OF TEXAS  
COUNTY OF ROCKWALL

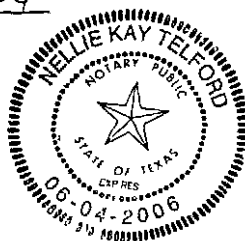
§  
§  
§

BEFORE ME, the undersigned authority, on this day personally appeared BLAIR GARRETT, known to me to be the person whose name is subscribed to the foregoing instrument, as Partner of LOCHINVAR ENERGY LP, a Texas limited partnership, who acknowledged before me on this day that, being informed of the contents of the conveyance that he, as such partner and with full authority, executed the same voluntarily for the purposes and consideration herein expressed, for and as the act and deed of said partnership

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 20 day of <sup>December</sup> ~~November~~, 2002

My Commission Expires  
6-4-2004

Nellie Kay Telford  
Notary Public in and for the State of Texas



EUREKA COUNTY, NEVADA

Lease No Date Lessor/Lessee Book / Page / Entry Gross Acres Legal Description

State of NEVADA, County of EUREKA

Lease No	Date	Lessor/Lessee	Book / Page / Entry	Gross Acres	Legal Description
143000	5/1/73	✓ Lessor USA N 1333 Lessee S DEAN EVANIS SR	11	320 0000	TOWNSHIP 27 NORTH, RANGE 52 EAST, SECTION 21 W/2 CONTAINING 320 00 ACRES IN EUREKA COUNTY, NEVADA
143100	5/1/75	✓ Lessor USA N 11333 Lessee SUZANNE D BUCY	11	1,925 6000	TOWNSHIP 26 NORTH, RANGE 51 EAST SECTION 1 ALL SECTION 2 ALL SECTION 12 ALL CONTAINING 1928 60 ACRES IN EUREKA COUNTY, NEVADA
143200	5/1/75	✓ Lessor USA N 11334 Lessee SUZANNE D BUCY	11	640 0000	TOWNSHIP 26 NORTH, RANGE 51 EAST SECTION 11 ALL CONTAINING 640 00 ACRES IN EUREKA COUNTY, NEVADA
143300	5/1/75	✓ Lessor USA N 11337 Lessee SUZANNE D BUCY	11	2,550 0000	TOWNSHIP 26 NORTH RANGE 51 EAST SECTION 13 ALL SECTION 14 ALL SECTION 23 ALL SECTION 24 ALL CONTAINING 2550 00 ACRES IN EUREKA COUNTY, NEVADA
143400	5/1/75	✓ Lessor USA N 11343 Lessee SUZANNE D BUCY	11	800 0000	TOWNSHIP 27 NORTH, RANGE 51 EAST SECTION 12 ALL SECTION 13 NW/4 CONTAINING 800 00 ACRES IN EUREKA COUNTY, NEVADA
143500	5/1/75	✓ Lessor USA N 11344 Lessee SUZANNE D BUCY	11	2,560 0000	TOWNSHIP 27 NORTH, RANGE 51 EAST SECTION 23 ALL SECTION 24 ALL SECTION 25 ALL SECTION 26 ALL CONTAINING 2560 00 ACRES IN EUREKA COUNTY, NEVADA
143600	5/1/75	✓ Lessor USA N 11345 Lessee SUZANNE D BUCY	11	1 280 0000	TOWNSHIP 27 NORTH, RANGE 51 EAST SECTION 35 ALL SECTION 36 ALL CONTAINING 1280 00 ACRES IN EUREKA COUNTY, NEVADA

EUREKA COUNTY, NEVADA

Lease No	Date	Lessor / Lessee	Book / Page / Entry	Gross Acres	Legal Description
143700	5/1/75	✓ Lessor USA N 11348 Lessee SUZANNE D BUCY	1 /	720 0000	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 7 NE/4 SECTION 8 S/2NE/4, W/2, SE/4 CONTAINING 720 ACRES IN EUREKA COUNTY, NEVADA
143800	5/1/75	✓ Lessor USA N 11349 Lessee SUZANNE D BUCY	1 /	2,240 0000	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 16 ALL SECTION 20 ALL SECTION 26 W/2 SECTION 29 ALL CONTAINING 2,240 ACRES IN EUREKA COUNTY, NEVADA
143900	5/1/75	✓ Lessor USA N 11350 Lessee SUZANNE D BUCY	1 /	2,542 3600	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 19 ALL CONTAINING 633 18 ACRES SECTION 30 ALL CONTAINING 635 20 ACRES SECTION 31 ALL CONTAINING 633 98 ACRES SECTION 32 ALL CONTAINING 640 00 ACRES ALL IN EUREKA COUNTY, NEVADA
144000	5/1/75	✓ Lessor USA N 11351 Lessee SUZANNE D BUCY	1 /	2,538 7500	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 33 W/2 TOWNSHIP 26 NORTH, RANGE 52 EAST SECTION 4 LOTS 3 & 4, S/2NW/4, SW/4 SECTION 5 LOTS 1-4 S/2W/2, S/2 SECTION 8 ALL SECTION 9 W/2 SECTION 16 W/2 CONTAINING 2538 75 ACRES IN EUREKA COUNTY, NEVADA
144100	5/1/75	✓ Lessor USA N 11393 Lessee SUZANNE D BUCY	1 /	2,009 3400	TOWNSHIP 26 NORTH, RANGE 52 EAST SECTION 6 LOTS 1-11, S/2NE/4, SE/4NW/4, E/2SW/4, SE/4 SECTION 7 LOTS 1-8, E/2W/2, E/2 SECTION 10 LOTS 1-8 NE/4, E/2W/2, N/2SE/4, SE/4SE/4 CONTAINING 2009 34 ACRES IN EUREKA COUNTY, NEVADA

EUREKA COUNTY, NEVADA

Lease No	Date	Lessor/Lessee	Book / Page / Entry	Gross Acres	Legal Description
144200	5/1/75	✓ Lessor USA N 11384 Lessee SUZANNE D BUCY	1 /	1,977.7200	TOWNSHIP 26 NORTH, RANGE 52 EAST SECTION 17 ALL SECTION 19 LOTS 1-4, E2W/2, E/2 SECTION 20 ALL CONTAINING 1977.72 ACRES IN EUREKA COUNTY, NEVADA
144300	9/1/75	✓ Lessor USA N 11757 Lessee SUZANNE D BUCY	1 /	40.0000	TOWNSHIP 26 NORTH, RANGE 52 EAST SECTION 18 SW/4SE/4 CONTAINING 40.00 ACRES IN EUREKA COUNTY, NEVADA
144400	1/1/76	✓ Lessor USA N 12092 Lessee C WARD CHASE	1 /	292.4800	TOWNSHIP 26 NORTH, RANGE 52 EAST SECTION 4 LOTS 1, 2, 5-7, SW/4NE/4, W/2SE/4 CONTAINING 292.48 ACRES IN EUREKA COUNTY, NEVADA
144500	1/1/76	✓ Lessor USA N 12348 Lessee GETTY OIL COMPANY	1 /	640.0000	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 28 E/2 SECTION 33 E/2 CONTAINING 640.00 ACRES IN EUREKA COUNTY, NEVADA
144600	2/1/75	✓ Lessor USA N 10985 Lessee GEORGE W WATSON	1 /	960.0000	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 17 ALL SECTION 18 E/2 CONTAINING 960.00 ACRES IN EUREKA COUNTY, NEVADA
144700	10/1/81	✓ Lessor USA N 34013 Lessee CAROL A SHELDON	1 /	75.6400	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 18 LOTS 3 & 4 CONTAINING 75.64 ACRES IN EUREKA COUNTY, NEVADA
144800	11/1/74	✓ Lessor USA N 10613 Lessee MERLE C CHAMBERS	1 /	280.0000	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 18 E/2SW/4 SECTION 21 NW/2NE/4, SW/4NE/4, S/2SE/4 CONTAINING 280.00 ACRES IN EUREKA COUNTY, NEVADA
144900	4/1/87	✓ Lessor USA N 46116 Lessee AMOCO PRODUCTION COMPANY	1 /	846.2400	TOWNSHIP 26 NORTH, RANGE 52 EAST SECTION 9 LOTS 1-4, W/2E/2 SECTION 16 LOTS 1-4, W/2E/2 SECTION 21 LOTS 1, 5, NW/4NE/4, NW/4SE/4 CONTAINING 846.24 ACRES IN EUREKA COUNTY, NEVADA

Attached to and made part of that certain Assignment of Oil and Gas Leases and Bill of Sale effective September 1, 2002 from Providence Energy Corp, "Assignor" to Eland Energy, Inc and Lochovar Energy LP, Assignees

**EXHIBIT A**  
EUREKA COUNTY, NEVADA

Lease No	Date	Lessor/Lessee	Book / Page / Entry	Gross Acres	Legal Description
145000	11/17/74	Lessor USA N 52055 Lessee MERLE C CHAMBERS	11	440.0000	TOWNSHIP 27 NORTH, RANGE 52 EAST SECTION 7 SE/4 SECTION 9 N2/4NW/4, SE/4NW/4, W/2SW/4 SECTION 22 W/2SW/4 CONTAINING 440.0 ACRES IN EUREKA COUNTY, NEVADA
145100	5/17/75	Lessor USA N 46988 Lessee SUZANNE D BUCKY	11	1,591.8200	TOWNSHIP 27 NORTH, RANGE 51 EAST SECTION 11 ALL SECTION 13 LOTS 1 THRU 4, SW/4 SECTION 14 ALL CONTAINING 1,591.82 ACRES IN EUREKA COUNTY, NEVADA