

W.G.D.
 VINSON, ELKINS, WEEMS & SEARLS
 ATTORNEYS AT LAW
 FIRST CITY NATIONAL BANK BUILDING
 HOUSTON, TEXAS

RESIGNATION OF TRUSTEE AND APPOINTMENT
 OF SUBSTITUTE TRUSTEE UNDER DEED OF
 TRUST AND MORTGAGE FROM UNIVERSITY
 PROPERTY ASSOCIATION, INC. TO GLENN M.
FORGAN, TRUSTEE, DATED OCTOBER 10, 1962

WHEREAS, the undersigned, GLENN M. FORGAN, is the
 duly acting and named Trustee under that certain Deed of
 Trust and Mortgage (hereinafter called the "Indenture")
 dated October 10, 1962, executed by UNIVERSITY PROPERTY
 ASSOCIATION, INC., and mortgaging, pledging and conveying
 a production payment interest in the primary sum of
 \$47,600,000 and the rights, powers, privileges, benefits
 and interests in and under and arising from said production
 payment interest, which production payment interest is pay-
 able out of certain of the oil, gas and liquid and gaseous
 hydrocarbons in and under and that may be produced, saved
 and marketed from certain interests in lands located in the
 States of Alaska, Arizona, Colorado, Louisiana, Mississippi,
 Montana, New Mexico, Oklahoma, Texas, Utah and Wyoming, a
 counterpart of the Indenture having been heretofore recorded
 in Book 16, Page 26 of the Mortgage Records of
Sublette County, Wyoming; and

WHEREAS, the Indenture was executed and delivered
 as security for certain indebtedness and obligations of
 UNIVERSITY PROPERTY ASSOCIATION, INC. evidenced by the Inden-
 ture and by certain promissory notes aggregating the principal
 sum of \$47,600,000, payable to the order of THE FIRST NATIONAL
 BANK OF CHICAGO, MANUFACTURERS HANOVER TRUST COMPANY, UNITED
 CALIFORNIA BANK, CONTINENTAL ASSURANCE COMPANY, THE UNIVERSITY
 85698

RECORDED *February 7, 1964 2:00 P.M.*
 IN BOOK *22* MISCCELLANEOUS PAGE *73*
 FEES \$*10* COUNTY CLERK
 SUBLLETTE COUNTY, PINEDALE, WYOMING