

ASSIGNMENT OF OPERATING AGREEMENT

WHEREAS, on the 26th day of September, 1952, an operating agreement was entered into by and between WESTERN OIL REFINING COMPANY and PFAFF-QUEALY CORPORATION, whereby PFAFF-QUEALY CORPORATION was granted operating rights above the top of a stratigraphic zone 1,500 feet above the top of the Frontier Formation, with respect to the following described lands, an exact copy of said agreement, which was recorded on July 19, 1954 in book 9 O & G Leases, page 192, Sublette County, Wyoming, being attached hereto and being made a part hereof:

RECORDED June 20, 1955
 IN BOOK 12047, LEASES PAGE 336
 FEES \$3.00
 PFAFF-QUEALY CORPORATION, PINEDALE, WYOMING
 SUBLETTE COUNTY, WYOMING

Oil & Gas Lease from William J. McGinnis and Mamie McGinnis, Anderson L. McGinnis and Delia McGinnis; Frank R. McGinnis and Viola McGinnis, Miranda Yose and Walter C. Yose and Mary H. McGinnis, dated July 30, 1947

T. 28 N., R. 113 W., 6th. P. M., Wyoming

Section 21: Tract 42

40.00 acres, more or less

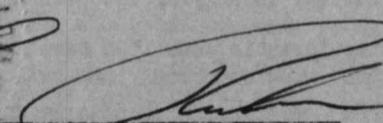
NOW, THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, the undersigned "Assignor", PFAFF-QUEALY CORPORATION, does hereby bargain, sell, transfer and assign and convey unto:

Arthur B. Belfer	25%
Rachel Belfer	25%
Selma Ruben	8-1/3%
Lawrence Ruben	8-1/3%
Anita Saltz	8-1/3%
Jack Saltz	8-1/3%
A. B. Belfer as Trustee for Robert Belfer	16-2/3%

of all of its rights, title and interest in and to said operating agreement from WESTERN OIL REFINING COMPANY, with respect to and only to the above described lands and subject to all of the terms and conditions of said operating agreement.

IN WITNESS WHEREOF the undersigned "Assignor" has signed and sealed this instrument this 2nd day of June, 1955.

PFAFF-QUEALY CORPORATION


A. B. Belfer, President

"ASSIGNOR"

STATE OF NEW YORK |
| ss.
COUNTY OF NEW YORK |

On this 2nd day of June, 1955, before me personally appeared A. B. BELFER and LAWRENCE RUBEN, to me personally known, who being duly sworn by me did say: That they are the President and Secretary of Pfaff-Quealy Corporation and that the seal affixed to the above and foregoing instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and said A. B. BELFER and LAWRENCE RUBEN acknowledged said instrument to be the free act and deed of said corporation.

Given under my hand and seal this 2nd day of June, 1955.

VIOLET BERMAN
Notary Public, State of New York
No. 24-5291875
Qualified in Kings County
Commission Expires March 30, 1956

