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RECORDED March 23 1957 11:00 A. M.  
 IN BOOK 16 04 5 PAGE 417  
 FEES \$ 2.20 COUNTY CLERK  
 SUBLETTE COUNTY, PINEDALE, WYOMING

CONVEYANCE, ASSIGNMENT AND BILL OF SALE

Warren Petroleum Corporation, a corporation organized in 1937 under the laws of the State of Delaware, having its principal office in Tulsa, Oklahoma, hereinafter referred to as "Grantor," for and in consideration of the sum of One Dollar and other good and valuable consideration, receipt whereof is hereby acknowledged, hereby grants, bargains, sells, conveys, assigns, transfers and delivers unto Warren Petroleum Corporation, a corporation organized in 1956 under the laws of the State of Delaware under the name of "Warren Petroleum Corporation, Inc." (which name was changed to "Warren Petroleum Corporation" on November 1, 1956), hereinafter referred to as "Grantee," whose principal office is located in Tulsa, Oklahoma (but whose post office address for the purpose of this instrument is 801 City National Bank Building, Houston, Texas), its successors and assigns, all of Grantor's properties and assets of every kind and character, located in the County of Sublette, State of Wyoming, including, but not limited to, lands and all interests therein; oil, gas and mineral leases; royalty interests in oil, gas and other minerals, mineral interests; easements; licenses and rights of way; all personal property and equipment used in connection with or incident to any of the foregoing; and further specifically including, but not limited to all of Grantor's right, title and interest in and to the properties described in "Exhibit A," attached hereto.

TO HAVE AND TO HOLD the same together with all and singular the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining forever. For the same consideration, Grantor hereby warrants and agrees to defend the title to the properties and assets hereby conveyed unto Grantee, its successors and assigns, against any and all persons whomsoever lawfully claiming or to claim the same. This conveyance shall be effective as of the close of business of Grantor on October 31, 1956.

EXECUTED at Houston, Texas, on the second day of November, 1956.

ATTEST:

WARREN PETROLEUM CORPORATION

F. F. Claunts, Assistant Secretary

By H. F. Beardmore  
H. F. Beardmore, Vice President

STATE OF TEXAS )  
 )  
 COUNTY OF HARRIS )

On this 2nd day of November, 1956, before me appeared H. F. Beardmore, to me personally known, who, being by me duly sworn, did say that he is one of the Vice-Presidents of Warren Petroleum Corporation, a corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors and that H. F. Beardmore acknowledged said instrument to be the free act and deed of the corporation.

My commission expires  
 June 1, 1957

Wyo.

N.M. OF HARRIS

June Fajardo, Notary Public in and  
 for Harris County, Texas

The above instrument is executed for the purpose of evidencing of record a general conveyance of assets from Grantor to Grantee named therein. Federal documentary tax stamps have been placed on said general conveyance on file at the principal office of Grantee in Tulsa, Oklahoma.