

New York, said A. B. Belfer, by instrument dated October 7, 1955, bargained, conveyed, assigned and sold unto said Z & B Oil Company, Inc., the PRODUCTION PAYMENT above described together with all rights, titles, powers and interests vested in said A. B. Belfer as owner of said PRODUCTION PAYMENT; said assignment being recorded in Book 13, Page 474 of the Oil and Gas Leases in the records of the Office of the County Clerk, Sublette County, Wyoming; and

WHEREAS, said Z & B Oil Company, Inc., took title to said PRODUCTION PAYMENT subject to certain outstanding loans payable to The Chase Manhattan Bank which represented a partial lien and encumbrance upon said PRODUCTION PAYMENT; and which loans are more particularly described in the Assignment of the PRODUCTION PAYMENT dated October 7, 1955 from A. B. Belfer to Z & B Oil Company, Inc; and

WHEREAS, for good and valuable consideration in hand paid by Kees Enterprises, Inc., 511 Fifth Avenue, New York 27, New York, Z & B Oil Company, Inc., by instrument dated October 1, 1956, bargained, granted, sold, transferred, assigned and conveyed unto Kees Enterprises, Inc. a ten (10%) percent interest in and to the said PRODUCTION PAYMENT; said ten (10%) percent being equivalent to Forty Thousand Five Hundred Forty-Seven and 61/100 (\$40,547.61) Dollars, together with all other rights, titles, powers and interests vested in Z & B Oil Company, Inc. as owner of said PRODUCTION PAYMENT; and

WHEREAS, all of the aforementioned loans to The Chase Manhattan Bank have been repaid in full with all interest to date; and

WHEREAS, the primary and secondary amounts of the aforementioned PRODUCTION PAYMENT have been paid in full to the parties of interest; and

WHEREAS, by agreement dated February 3, 1955, Belco