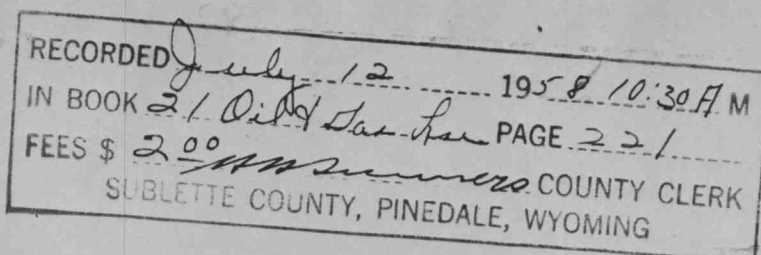


62723



STATE OF WYOMING

COUNTY OF SUBLETTEX  
X  
XCONVEYANCE, ASSIGNMENT AND BILL OF SALE


Warren Petroleum Corporation (whose address is P. O. Box 1589, Tulsa, Oklahoma), a corporation organized under the laws of the State of Delaware, 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 Gulf Oil Corporation (whose address is P. O. Box 2097, Denver, Colorado), a corporation organized under the laws of the State of Pennsylvania, hereinafter referred to as "Grantee", its successors and assigns, all of Grantor's right, title and interest in and to the property described in the schedule hereto attached marked "Exhibit A".

TO HAVE AND TO HOLD the same together with all and singular the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining forever.

This instrument is executed for the purpose of evidencing of record a general conveyance from Grantor to Grantee of all Grantor's property and assets owned and/or used for or in connection with the production of oil and/or gas. Federal documentary tax stamps have been placed on said general conveyance on file at the principal office of Grantee in Pittsburgh, Pennsylvania.

EXECUTED at Houston, Texas, this 31st day of October, 1957.

ATTEST:



F. F. Claunts  
F. F. Claunts, Assistant Secretary

WARREN PETROLEUM CORPORATION

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

STATE OF TEXAS

COUNTY OF HARRIS

X  
X  
X

On this 31st day of October, 1957, 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, 1959

Ruby M. Esser  
Notary Public in and for Harris  
County, Texas.

RUBY M. ESSER

