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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 Q&G, page 187, Sublette County, Wyoming being attached hereto and being made apart hereof:

Oil and Gas Lease from Mrs. Ruth A. DeGraw Chamberlain and William O. Chamberlain dated January 17, 1950.

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

Tract 41, also described as $E\frac{1}{2}NE\frac{1}{4}$ of Section 20, and $W\frac{1}{2}NW\frac{1}{4}$ of Section 21

SUBJECT TO MORTGAGE(S) AND

160.00 acres

SUBJECT TO PRODUCTION PAYMENT(S)
PER ATTACHED RIDER

and,

WHEREAS, on June 2, 1955, PFAFF-QUEALY CORPORATION did bargain, sell, transfer, assign and convey all of its rights, title and interest in and to said operating agreement unto ARTHUR B. BELFER, RACHEL BELFER, SELMA RUBEN, LAWRENCE RUBEN, ANITA SALTZ, JACK SALTZ and A. B. BELFER as Trustee for ROBERT BELFER.

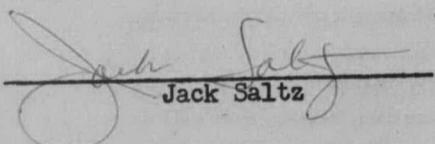
WHEREAS, on June 22, 1955, ARTHUR B. BELFER, RACHEL BELFER, SELMA RUBEN, LAWRENCE RUBEN, ANITA SALTZ, JACK SALTZ and A. B. BELFER as Trustee for ROBERT BELFER did hereby bargain, sell, transfer, assign and convey all of their rights, title and interest in and to said operating agreement unto BELFER NATURAL GAS COMPANY.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, the undersigned BELFER NATURAL GAS COMPANY, "Assignor", does hereby bargain, sell, transfer, assign and convey unto BELCO PETROLEUM CORPORATION 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.

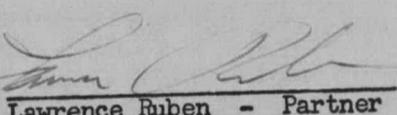
IN WITNESS, WHEREOF, the undersigned "Assignor" has signed and sealed this instrument this SEP 28 1959, 1959.

WITNESS:

BELFER NATURAL GAS COMPANY



Jack Saltz

OK By: 

Lawrence Ruben - Partner

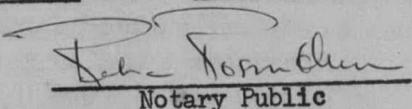
"ASSIGNOR"

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

On the SEP 28 1959, 1959, before me personally appeared LAWRENCE RUBEN to me personally known, who being by me duly sworn did say that he is a Partner of BELFER NATURAL GAS COMPANY and that he executed the foregoing instrument on behalf of Belfer Natural Gas Company under authority granted to him by the Partners and did acknowledge said instrument to be his free act and deed and the free act and deed of the Belfer Natural Gas Company for the use as specified therein.

Given under my hand and official seal this SEP 28 1959, 1959.

(seal) 
Reba Roseblum
Notary Public, State of New York
No. 03-L-8654123, Qualified in Bronx County
Commission Expires March 30, 1960



Reba Roseblum
Notary Public