

of the above mentioned notice, the Assignee shall accept said offer and complete said sale in accordance with said offer within sixty (60) days after the expiration of said period of fifteen (15) days; and provided, further, that, if the Assignee fails to accept said offer or to complete said sale within said period of sixty (60) days, the preferred right and option of the Assignor under this paragraph shall be considered as re-  
vived, and the Assignee shall not complete said sale to said prospective purchaser unless and until said offer again has been presented to the Assignor, as hereinabove provided, and the Assignor again has failed to elect to purchase on the terms and conditions of said offer. All offers at any time made to the Assignee, its successors, heirs and assigns, for the purchase of said lease acreage, or any part thereof or interest therein, shall be subject to all the terms and conditions of this paragraph.

TO HAVE AND TO HOLD said lease acreage unto the Assignee, its successors, heirs and assigns, subject to the terms, covenants and conditions hereinabove set forth.

EXECUTED, this 5th day of February, 1960.

PAN AMERICAN PETROLEUM CORPORATION

By I. S. Yancey  
Its Attorney in Fact

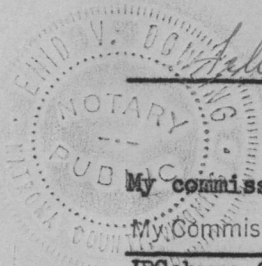


STATE OF WYOMING )  
                          : ss.  
COUNTY OF NATRONA )

On this 5th day of February, 1960, before me appeared I. S. Yancey, to me personally known, who, being by me duly sworn, did say that he is the Attorney in Fact of PAN AMERICAN PETROLEUM CORPORATION, and that said instrument was executed on behalf of said corporation by authority of its board of directors, and said I. S. Yancey acknowledged said instrument to be the free act and deed of said corporation.

GIVEN under my hand and notarial seal this 5th day of February, 1960.

David V. Dawkins  
Notary Public



My commission expires:  
My Commission Expires July 1, 1963  
JPG:bwe; 2-2-60  
L-134137  
AFE 33,944