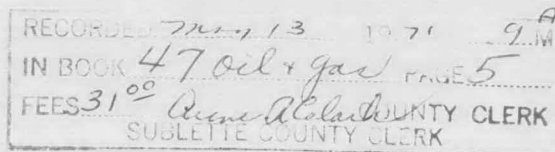


Sublette County, Wyoming



125781

ASSIGNMENT OF OVERRIDING ROYALTY INTERESTS  
IN OIL AND GAS LEASES

KNOW ALL MEN BY THESE PRESENTS: WHEREAS, the individual parties whose signatures are affixed hereto as "assignors" are the owners of the overriding royalty interests in certain oil and gas leases, all of which are described on Exhibit "A", hereinafter mentioned, and,

WHEREAS, each party assignor desires to sell, assign, transfer, and convey unto HAWTHORN OIL COMPANY, a corporation, as "assignee", those certain overriding royalty interests hereinafter mentioned, and,

WHEREAS, all parties hereto desire for convenience to consolidate the assignment of all such interests into a single document instead of making separate assignments on a lease to lease basis,

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, receipt of which is acknowledged, assignors severally covenant and agree as follows:

1. The exhibit attached hereto as Exhibit "A" contains a description of each oil and gas lease by serial number and land description. In addition, there is shown thereon as to each lease the quantity of overriding royalty assigned hereby and the name of the assignor assigning such interest. By attachment and reference said Exhibit is incorporated into this assignment as if set forth herein at length.

2. Each assignor, as to the overriding royalty owned by him as shown on Exhibit "A", does hereby assign, transfer and convey to HAWTHORN OIL COMPANY, as assignee, all of said overriding royalty interests set forth on Exhibit "A" hereof as to the lands and leases therein described, the effective date of this assignment being February 24, 1971.

3. By this assignment it is intended and agreed that the assignee shall have and be entitled to exercise all of the rights and benefits applicable to or derived from the ownership of the overriding royalty interests herein assigned and conveyed, including the right to receive in value or in kind, all oil, gas and other minerals covered by said overriding royalty.

4. Insofar as assignee may be required by any law or regulation to show its qualifications to hold the overriding royalty interests herein assigned to assignee, assignee shall make such showing and provide such documentation as may be necessary, without cost or expense to any assignor.

5. As between each assignor and the assignee, this assignment of overriding royalty interests in multiple leases shall be deemed and treated as if it were a separate assignment of said overriding royalty in each separate lease described on Exhibit "A" hereof, it being intended that this assignment, upon filing or recordation, shall constitute notice to all persons of