

- 30539  
STATE OF NEBRASKA  
JEFFERSON COUNTY,  
Entered in Numerical Index and filed  
for record the 1st day of  
May A.D. 1985 at 1:00  
o'clock P. M. and recorded in 1100  
Record No. 7 Page 350  
Mary J. Schmidt  
County Clerk

ASSIGNMENT OF OIL AND GAS LEASES

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned Benchmark Resources Corporation, of 401 Court Building, Evansville, Indiana, 47708, an Indiana Corporation, hereinafter called Assignor, for and in consideration of One Dollar (\$1.00) the receipt of which is hereby acknowledged, does hereby sell, assign and transfer without warranty of title, express or implied, unto H & H Star Energy, Inc., a Delaware Corporation of 250 E. Front Street, Suite 250, Traverse City, Michigan 49684 hereinafter called Assignee, an undivided 100% of Assignor's right, title and interest in and to the Oil and Gas Leases and Oil, Gas and Mineral Leases covering lands in Jefferson County, State of Nebraska to wit:

See "EXHIBIT A" attached and made a part hereof

together with all the rights incident thereto, the personal property thereon, appurtenant thereto, or used or obtained in connection therewith. Notwithstanding any error or inadequacy in the description of lands covered by the leases herein assigned, it is the express intent of the assignor herein to assign unto assignee all lands covered by the leases setforth whether or not all land descriptions are specifically recited in said Exhibit "A" attached hereto.

Assignee shall comply with, and hereby assumes all express and implied covenants and obligations contained in any lease affected hereby as to lands covered by this assignment.

In witness whereof, those presents are executed this 1st day of April, 1985.

Signed, sealed and delivered in the presence of:

Ann Collins  
Ann Collins

Benchmark Resources Corporation

Debra Kozak  
Debra Kozak

By: James B. Headlee  
James B. Headlee,  
Executive Vice President

ACKNOWLEDGMENT

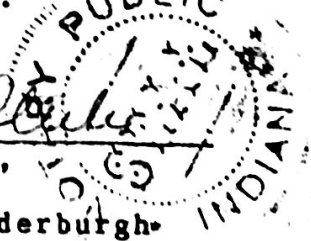
STATE OF INDIANA

COUNTY OF VANDERBURGH

The foregoing instrument was acknowledged before me this 1st day of April, 1985, by James B. Headlee, Executive Vice-President of Benchmark Resources Corporation, an Indiana corporation, on behalf of the corporation.

My Commission expires: January 13, 1989.

Patti R. Steele  
Patti R. Steele,  
Notary Public  
I reside in Vanderburgh  
County, Indiana



This instrument prepared by James B. Headlee of Benchmark Resources Corporation, 401 Court Building, Evansville, Indiana 47708.

Attached to and made a part of that certain Assignment of Oil and Gas Leases dated April 1, 1985 for leases to Benchmark Resources Corporation, as Lessee, covering lands in Jefferson County, Nebraska, between Benchmark Resources Corporation as Assignor and H & H Star Energy, Inc., as Assignee.

EXHIBIT "A"

LESSOR LAST NAME	FIRST NAME	STATUS	LEASE DATE	DOC. NO.	BOOK	PAGE	GR. ACRES	DESCRIPTION
Junker	Peter J. & Rose	et ux	8/23/84	AB-0694	7	324	157.52	Sec. 8, T2N, R2E
Janssen	Frank T. & Viola D.	et ux	8/24/84	AB-0695	7	325	200	Sec. 22, T1N, R2E
Blloyd	Charles B. & Mona E.	et ux	8/24/84	AB-0696	7	326	320	Sec. 26, T1N, R2E
McOord	Leonard D. & Ruth E.	et ux	8/23/84	AB-0697	7	327	660	Sec. 26&25, T1N, R2E
McOord	Thomas R. & Virginia J.	et ux	8/23/84	AB-0698	7	328	615.48	Sec. 30, 31, 32, T1N, R3E
Schoenrock	Verl D.	single	8/16/84	AB-0699	7	329	288.77	Sec. 9&18, T2N, R2E
Meyer	Allen E.	single	8/16/84	AB-0700	7	330	160	Sec. 17, T2N, R2E
Meyer	Dagene L. & William L.	et ux	8/16/84	AB-0701	7	331	462.08	Sec. 19, T2N, R2E - Sec. 30, T2N, R1E - Sec. 14, T2N, R1E - Sec. 3, T1N, R2E
Meyer	Dennis D. & William E.	et ux	8/16/84	AB-0702	7	332	485.30	Sec. 18, 20, 21, T2N, R2E