

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

STATE OF NEBRASKA, §
COUNTY OF GAGE. §

KNOW ALL MEN BY THESE PRESENTS:

THAT, MAGNESS PETROLEUM CORPORATION, a corporation, whose corporate offices are located at 2525 N.W. Expressway, Suite 200, Oklahoma City, Oklahoma, 73112 and TEXAS AMERICAN OIL CORPORATION, A Delaware corporation, whose corporate offices are located at 300 West Wall, Suite 400, Midland, Texas 79701, hereinafter referred to as "ASSIGNORS", for and in consideration of the sum of Ten Dollars and no/100 (\$10.00), and other good and valuable consideration, to it in hand paid by Mar Mar Minerals Corporation, whose offices are located at 504 May-Ex Building, Oklahoma City, Oklahoma, 73112, hereinafter referred to as "ASSIGNEE", the receipt and sufficiency of which is hereby acknowledged;

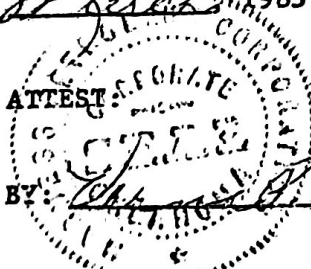
Has GRANTED, SOLD, TRANSFERRED, ASSIGNED and CONVEYED and by these presents does GRANT, SELL, TRANSFER, ASSIGN AND CONVEY unto said Assignee, their successors and assigns, an Overriding Royalty Interest of 3.125 percent (3.125% or decimal .03125) of all oil, gas and other hydrocarbons, and all other minerals produced, saved and sold, if, as and when produced, saved and sold, but not otherwise, from the lands set out and covered by the Oil and Gas Leases described on the attached EXHIBIT "A", which is attached hereto and made a part hereof for all purposes.

Said Overriding Royalty Interest shall be free and clear of all development, production, marketing and operating expense, including ad valorem taxes; however, said interest shall bear all other taxes assessed against the gross production subject to said Overriding Royalty Interest.

In the event the Assignors' total interest in the lands set out and covered by the above described Oil and Leases is less than the entire leasehold estate, then the fractional interest herein conveyed shall be reduced proportionately so as to accord with the total fractional interest in the oil, gas, other hydrocarbons, and all other minerals actually owned by the Assignor.

This Assignment is made without warranty of title either express or implied.

IN WITNESS WHEREOF, this Assignment is executed this 22nd day of March, 1983.



ATTEST:
BY: [Signature]

ATTEST:
BY: [Signature]
Assistant Secretary

MAGNESS PETROLEUM CORPORATION

BY: [Signature]

TEXAS AMERICAN OIL CORPORATION

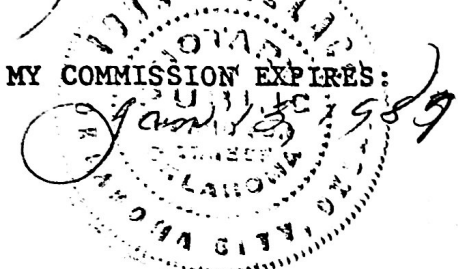
BY: [Signature]
Fred H. Wetendorf, Jr.,
Vice President



STATE OF OKLAHOMA, §
COUNTY OF OKLAHOMA. §

Before me, the undersigned authority, on this day personally appeared C. Maggard, known to me to be the person whose name is subscribed to the foregoing instrument, as, President of MAGNESS PETROLEUM CORPORATION, a corporation, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of said corporation.

GIVEN under my hand and seal of office, this 23rd day of March, 1983.



Ann Wallace
Notary Public

STATE OF TEXAS, §
COUNTY OF MIDLAND. §



Before me, the undersigned authority, on this day personally appeared FRED H. WETENDORF, JR. known to me to be the person whose name is subscribed to the foregoing instrument, as Vice President of TEXAS AMERICAN OIL CORPORATION, a corporation, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity stated, and as the act and deed of said corporation.

GIVEN under my hand and seal of office, this 4th day of April, 1983.

MY COMMISSION EXPIRES:

Forrest C. Moore
Notary Public in and for the State of Texas.

TAO #: 3095
 LESSOR: Delmer J. Hlemke and Eileen Helmke, Husband and Wife
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 12, 1982
 RECORDED: Book 62, Page 754
 DESCRIPTION: Township 5 North, Range 6 East, 6th P.M., Section 5: E/2 all in Gage County, Nebraska

TAO #: 3175
 LESSOR: Henry A. Roehr and Evelyn C. Roehr, Husband and Wife
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 12, 1982
 RECORDED: Book 62, Page 777
 DESCRIPTION: Township 5 North, Range 5 East, 6th P.M., Section 2: SE/4; Section 3: E/2SE/4 all in Gage County, Nebraska

TAO #: 3176
 LESSOR: Dorothy Ann Niemeyer, Trustee for the Niemeyer family Trust
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 4, 1982
 RECORDED: Book 62, Page 779
 DESCRIPTION: Township 5 North, Range 5 East, 6th P.M., Section 1: SW/4; Section 12: N/2NW/4 all in Gage County, Nebraska

TAO #: 3179
 LESSOR: Tom Bauman and Lena N. Bauman, Husband and Wife
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 20, 1982
 RECORDED: Book 62, Page 811
 DESCRIPTION: Township 5 North, Range 6 East, 6th P.M., Section 9: S/2SW/4, NE/4SW/4 all in Gage County, Nebraska

TAO #: 3181
 LESSOR: Donald E. Esau and Jane E. Esau, Husband and Wife
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 22, 1982
 RECORDED: Book 62, Page 815
 DESCRIPTION: Township 3 North, Range 5 East, 6th P.M., Section 29, N/2SW/4 all in Gage County, Nebraska

TAO #: 3182
 LESSOR: Dora Hasenohr, A Widow
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 25, 1982
 RECORDED: Book 62, Page 817
 DESCRIPTION: Township 5 North, Range 6 East, 6th P.M., Section 8: SW/4 all in Gage County, Nebraska

TAO #: 3183
 LESSOR: Sylvia Henke, A Widow
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 20, 1982
 RECORDED: Book 62, Page 819
 DESCRIPTION: Township 5 North, Range 5 East, 6th P.M., Section 12: S/2SE/4 all in Gage County, Nebraska

TAO #: 3188
 LESSOR: Daryl R. Uhlman and Barbara Sue Uhlman, Husband and Wife
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: September 28, 1982
 RECORDED: Book 62, Page 853
 DESCRIPTION: Township 6 North, Range 6 East, 6th P.M., Section 31: S/2N/2; Township 6 North, Range 5 East, 6th P.M., Section 36: E/2E/2 all in Gage County, Nebraska

TAO #: 3189
 LESSOR: Ernest F. Holsing and Amanda Holsing, Husband and Wife
 LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
 DATE: October 20, 1982
 RECORDED: Book 62, Page 854
 DESCRIPTION: Township 6 North, Range 5 East, 6th P.M., Section 26: SW/4; Section 34: E/2NE/4 all in Gage County, Nebraska

TAO #: 4005
LESSOR: Bartlett Farms, Inc.
LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
DATE: October 19, 1982
RECORDED: Book 62, Page 897
DESCRIPTION: Township 3 North, Range 5 East, 6th P.M., Section 21: E/2

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TAO #: 4007
LESSOR: Walter Boese and Ruth L. Boese, Husband and Wife
LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
DATE: November 10, 1982
RECORDED: Book 62, Page 893
DESCRIPTION: Township 5 North, Range 6 East, 6th P.M., Section 16: SW/4, except 8.44 acres described as: Beginning at the SW corner of the SW/4, thence East 1421 ft. to POB, thence North 350 ft., East 219 ft., South 50 ft., East 971 ft., South 300 ft., West 1188.5 ft. to POB all in Gage County, Nebraska

TAO #: 4008
LESSOR: Damkroger Farms, Inc.
LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
DATE: October 28, 1982
RECORDED: Book 62, Page 895
DESCRIPTION: Township 5 North, Range 5 East, 6th P.M., Section 12: N/2SE/4 all in Gage County, Nebraska

TAO #: 4013
LESSOR: Daryl D. Meyer and Barbara L. Meyer, Husband and Wife.
LESSEE: Magness Petroleum Corporation and Texas American Oil Corporation
DATE: October 21, 1982
RECORDED: Book 63, Page 11
DESCRIPTION: Township 3 North, Range 5 East, 6th P.M., Section 29: S/2SW/4 all in Gage County, Nebraska

STATE OF NEBRASKA, County of Gage ss. Filed for record and entered in Numerical Index on 20th day of April 1983 at 3:30 o'clock P.M. and recorded in Book 63 of Miscellaneous on Page 302.
NUMBER 50
ALPHA 5
PAGED 50
By _____ Deputy
Register of Deeds

Fee: \$33.50 Paid & Return: Mar-Mar Minerals Corporation
Suite 504, May-Ex Bldg.
3022 Northwest Expressway, Oklahoma City, Okla 73112