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117-XXXX

ASSIGNMENT OF OIL AND GAS LEASES 1980 MAY 20 AM 10:32

STATE OF NEBRASKA)
 : KNOW ALL MEN BY THESE PRESENTS!
COUNTY OF WASHINGTON)

THAT, for and in consideration of the sum of Ten Dollars (\$10.00) and other goods and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, LOCHFAYNE RESOURCES, INC., a Montana corporation, c/o Quest Engineering, Ltd., M180, Three Calgary Place, 345 Fourth Avenue Southwest, Calgary, Alberta, Canada T2P 0J1, hereinafter referred to as "Assignor," does hereby grant, bargain, sell, transfer, assign, and convey unto AQUA SUN INVESTMENTS, INC., a corporation, 10182 Gulf Boulevard, Treasure Island, Florida 33706, hereinafter referred to as "Assignee," 100% of Assignor's right, title, and interest in and to the oil and gas leases which are described in Exhibit "1" annexed hereto, and by this reference made a part hereof, insofar as such leases cover the lands described in said Exhibit.

This Assignment is specifically subject to that certain Agreement dated the 14th day of December, 1979, by and between Assignor and Assignee. In addition, the interest assigned herein is subject to (1) an overriding royalty interest equal to 4.75% of 8/8 in favor of J. Slater and 1.5% of 8/8 in favor of K. MacNair; (2) a convertible overriding royalty interest equal to 12.75% of 8/8 is hereby reserved by Assignor, which interest will automatically convert to 63.75% of 100% of the working interest upon payout as described in the aforesaid Agreement. Upon conversion of Assignor's overriding royalty interest, the working interests of Assignor and Assignee will bear the proportionate share of the overriding royalty interests of J. Slater and K. MacNair.

This Assignment is made without warranty of title, either expressed or implied, exclusive of the following:

Recorded
General
Municipal
Platrolat

128-7


STATE OF NEBRASKA, COUNTY OF WASHINGTON SS 817
FILED FOR RECORD
MAY 20 1980
A. D. 1980
RECORDED IN
128
Charlita A. Peterson
Deputy

- (a) Assignor represents the interest being assigned to Assignee is free and clear of liens, encumbrances, and burdens on production other than those described in the aforesaid.
- (b) Any defects resulting from the acts of Assignor.

DATED this 14th day of December, 1979.

ATTEST:

LOCHFAYNE RESOURCES, INC.

 [Signature]
Secretary

By [Signature]
President

STATE OF MONTANA)
 : ss.:
County of Yellowstone)

On this 14th day of December, 1979, before me, the undersigned, a Notary Public for the State of Montana, personally appeared C. Hartzler, known to me to be the President of the corporation that executed the within instrument and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year in this Certificate first above written.

(NOTARIAL SEAL)

[Signature]
Notary Public for the State of Montana
Residing at Billings, Montana
My Commission expires January 10, 1984

EXHIBIT 1.

WASHINGTON COUNTY, NEBRASKA LEASES

LEASE SCHEDULE, PAGE ONE

RECORDED
BOOK PAGE

| LESSEE | LESSOR | DATE | DESCRIPTION | RECORDED BOOK PAGE |
|---------------------------|------------------------------------|--------|--|---------------------------------|
| Lochfayne Resources, Inc. | Ray Anderson and Harriett Anderson | 9/6/79 | Township 18 North, Range 12 East | 125 296 & 297 Filed 10/29/79 |
| Lochfayne Resources, Inc. | Herman J. Kuhl and Vivian V. Kuhl | 9/8/79 | Section 19: Tax Lots 3, 4, 29 and 30 Township 18 North, Range 12 East Section 19: Tax Lot 40 | 125 459 & 460 Filed 11/2/79 |