

11711

468 439

ASSIGNMENT AND BILL OF SALE

STATE OF NEW MEXICO §
 COUNTY OF LEA §

KNOW ALL MEN BY THESE PRESENTS

That for the sum of ten dollars (\$10.00) and other valuable consideration in hand paid, the receipt and sufficiency of which are hereby acknowledged, HEADINGTON MINERALS, INC. ("Assignor"), a Delaware Corporation whose address is 7557 Rambler, Suite 1150, Dallas, Texas 75231, has GRANTED, SOLD, TRANSFERRED, ASSIGNED AND CONVEYED, and by these presents does GRANT, SELL, TRANSFER, ASSIGN and CONVEY unto MUSSELMAN, OWEN & KING OPERATING, INC. ("Assignee"), a Texas Corporation whose address is 911 Walker, Suite 969, Houston, Texas 77002, the entire interest and title in and to the following described oil and gas lease:

Oil and Gas Lease No. OG-260-3 made by the State of New Mexico to Texas Pacific Coal and Oil Company, dated October 16, 1956, covering the S/2 of the SE/4 of Section 10, Township 11S, Range 33E, Lea County, New Mexico; being the right, title and interest which Assignor acquired from Sun Operating Limited Partnership by virtue of that certain assignment (the "Sun Assignment") dated July 30, 1991, recorded in Volume 467, Page 592 of the Real Property records of Lea County, New Mexico;

together with any and all other contractual rights and interests in personal property appurtenant to said lease which Assignor acquired by virtue of the Sun Assignment.

This assignment is made expressly subject to the terms and conditions of the Sun Assignment

TO HAVE AND TO HOLD ALL AND SINGULAR the interests herein assigned unto Assignee, its successors and assigns, and Assignor does by these presents bind itself, its successors and assigns to warrant and forever defend all and singular the interests herein assigned against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through, or under Assignor, but not otherwise.

This Assignment and Bill of Sale shall be effective as of October 1, 1991, at 7:00 o'clock A.M., at the time in effect at the location of the interests herein assigned.

EXECUTED on August 1, 1991.

HEADINGTON MINERALS, INC.

By

Brooks Purnell
 Brooks Purnell,
 Vice President

STATE OF NEW MEXICO
 COUNTY OF LEA
 FILED

SEP 18 1991

at 11:47 o'clock
 and recorded in Book 468
 Page 439
 Pal Chappelle, Lea County Clerk
Pal Chappelle

THE STATE OF TEXAS

COUNTY OF DALLAS

This instrument was acknowledged before me on this 1st day of August, 1991, by Brooks Purnell, the vice president of HEADINGTON MINERALS, INC., a Delaware corporation, on behalf of said corporation.

Daniel T. Brewer
 Notary Public Signature

(PERSONALIZED SEAL)



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