

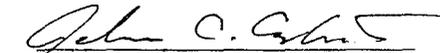
ASSIGNMENT AND BILL OF SALE

State: New Mexico  
County: San Juan  
Assignor: Northstar Oil and Gas  
Assignor's Address: 1409 Beaver Road, Sewickley, Pennsylvania 15143  
Assignee: Cecil Gustin  
Assignee's Address: 4320 W. Main St., Farmington, NM 87401  
Effective Date: August 1, 2007

For \$10.00 in hand paid, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Northstar Oil and Gas whose offices are at 1409 Beaver Road, Sewickley, PA, 15143, does assign, transfer and convey 100% of its right, title and interest in two oil and gas wells to Cecil Gustin, whose address is 4320 W. Main St. Farmington, NM 87401. No warranty for the wells or equipment or their suitability for any purpose is either expressed or implied.

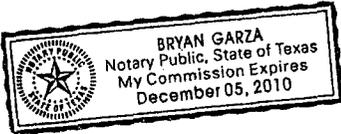
This Assignment is executed by Assignor as of the date of acknowledgment of Assignor's signature below, but is effective for all purposes as of the Effective Date stated above.

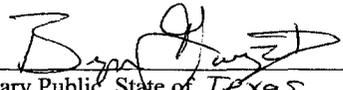
Northstar Oil and Gas Corp

  
John C. Corbett - President

STATE OF TEXAS  
COUNTY OF MIDLAND

This instrument was acknowledged before me on Aug 1, 2007 by John C. Corbett, President of Northstar Oil and Gas Corp., a New Mexico corporation, on behalf of said corporation.



  
Notary Public, State of Texas  
Printed Name: Bryan Garza  
Commission Expires: Dec, 05, 2010

This Assignment is executed by Assignee as of the date of acknowledgment of Assignor's signature below, but is effective for all purposes as of the Effective Date stated above.

  
Cecil Gustin

STATE OF NM  
COUNTY OF San Juan

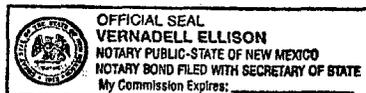
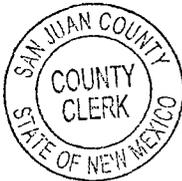
This instrument was acknowledged before me on Aug 1, 2007 by Cecil Gustin

Oil Conservation Commission

Case No. 13920  
Exhibit No. 1-C

**N**

  
Notary Public, State of New Mexico  
Printed Name: Vernadell Ellison  
Commission Expires: 1-24-09



  
200713788 08/13/2007 04:15P  
1of2 B1460 P998 R 16.00  
San Juan County, NM Clerk FRAN HANHARDT **KU**

**ASSIGNMENT AND BILL OF SALE**

Exhibit "A"

Attached to and made a part of that certain Assignment and Bill of Sale dated effective as of August 1, 2007, by and between Northstar Oil and Gas Corp, as Assignor, and Cecil Gustin, as Assignee.

**Wells:**

Barbara #1  
760 FSL, 810 FEL  
Sec. 12, T29N, R15W  
San Juan County, NM  
API #30-045-24263

Davie #1  
330 FSL, 870 FWL  
Sec. 2, T29N, R15W  
San Juan County, NM  
API #30-045-25092



200713788 08/13/2007 04:15P  
2of2 B1460 P998 R 16.00  
San Juan County, NM Clerk FRAN HANHARDT