

PARTIAL RE-ASSIGNMENT OF OIL AND GAS LEASEHOLD ESTATE

THIS IS THE
RE ASSIGNMENT FROM
POGO BACK TO RESLER
FOR THE JALMAT
IN THE NE 1/4 of SW 1/4

Pogo Producing Company LLC, successor to Pogo Producing Company, whose address is Suite 2100, 1021 Main Street, Houston, Texas 77002 (hereinafter referred to as "Assignor"), does hereby re-assign and re-convey to: **Bonnie Resler Karlsrud**, whose address is 840 Crescent Dr., Boulder, CO 80303, an undivided 40.34%; **Wayne Resler**, whose address is 795 Woodland Drive, El Paso, Texas 79922, an undivided 38.36%; and **Jimmy D. Evans and his wife, Linda B. Evans**, whose address is P.O. Box 1855, Eunice, NM 88231-1855, an undivided 21.30% (hereinafter collectively referred to as "Assignee"), of all of its right, title, and interest in and to the Oil, Gas and Mineral Leases (the "Leases") and contractual interests set forth on Exhibit "A" which is attached hereto, located in Lea County, New Mexico, **insofar and only insofar** as said Leases and contractual interests cover and include the rights to any oil and gas that may be produced from the depth intervals defined in the Special Rules and Regulations for the Jalmat Gas Pool, established by the New Mexico Oil Conservation Division (Case No. 12563, Order No. R-8170-P), which are defined in such rules as the depth interval from the top of the Tansill formation to a point 100 feet above the base of the Seven Rivers formation, thereby including all of the Yates formation, **and only insofar** as said Leases and contractual interests cover the following described lands in Lea County, New Mexico, to wit:

Township 23 South, Range 37 East, N M P M.
Section 20 NE 1/4 SW 1/4

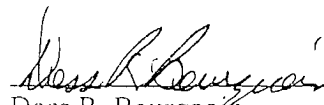
AND LESS AND EXCEPT THAT Assignor reserves and retains for itself, and its successors and assigns, all right, title, and interest in and to all other depths not specifically re-conveyed to the Assignee in the above described lands and the wellbore of its Resler "A" Well No. 1, including any surface equipment pertaining to said well, which is located on the lands being re-conveyed herein.

The interests being re-conveyed herein are a portion of the same interests conveyed pursuant to (a) that certain Term Assignment of Oil and Gas Leasehold Estate dated effective the 15th day of August 2003, made and entered into between Bonnie Resler Karlsrud, *et al.* and Eagle-K Production Co., which is recorded at Book 1263, page 850 of the records of Lea County, New Mexico, and (b) that certain Term Assignment of Oil and Gas Leasehold Estate dated effective the 15th day of August 2003, made and entered into between Gretchen Nearburg and Eagle-K Production Co., which is recorded at Book 1263, page 857 of the records of Lea County, New Mexico.

Executed this 24th day of July, 2008, but effective as of August 15, 2003.

POGO PRODUCING COMPANY LLC

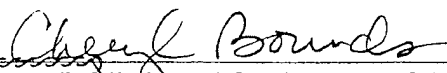
By.


Doss R. Bourgeois
Vice-President

STATE OF TEXAS §
 § ss.
COUNTY OF HARRIS §

This instrument was acknowledged before me on this the 24th day of July, 2008, by Doss R. Bourgeois, as Vice-President of Pogo Producing Company LLC, a Delaware limited liability company, on behalf of the company.

My Commission Expires:



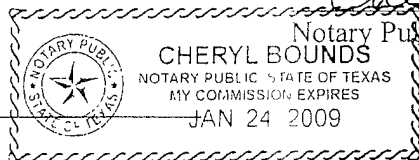
Notary Public in and for the State of Texas


EXHIBIT "A"

TO PARTIAL RE-ASSIGNMENT OF OIL AND GAS LEASEHOLD ESTATE
POGO PRODUCING COMPANY LLC, ASSIGNOR, TO
BONNIE RESLER KARLSRUD, *ET AL.*, ASSIGNEE
DATED JULY 24, 2008, BUT EFFECTIVE AUGUST 15, 2003

LEASES:

Pogo Lease No.:	L870.001.001
Date:	July 20, 1954
Recording Data:	Book 119, page 278
Lessor:	Otis L. Jones, <i>et ux.</i>
Lessee:	Dalport Oil Corp.
Pogo Lease No.:	L870.001.002
Date:	May 3, 1956
Recording Data:	Book 147, page 460
Lessor:	Sally Saunders Fale, <i>et al.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.003
Date:	May 3, 1956
Recording Data:	Book 147, page 458
Lessor:	Rose M. Fortier
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.004
Date:	July 11, 1956
Recording Data:	Book 147, page 456
Lessor:	Neil H. Wills, <i>et ux.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.005
Date:	May 3, 1956
Recording Data:	Book 147, page 454
Lessor:	Sol Kelly, <i>et ux.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.006
Date:	May 3, 1956
Recording Data:	Book 147, page 452
Lessor:	T. J. Horsley, <i>et ux.</i>
Lessee:	William E. Anthony

Pogo Lease No.:	L870.001.007
Date:	May 3, 1956
Recording Data:	Book 147, page 444
Lessor:	S. Morse Willis, <i>et ux.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.008
Date:	May 3, 1956
Recording Data:	Book 147, page 446
Lessor:	Woodlan P. Saunders, <i>et ux.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.009
Date:	May 3, 1956
Recording Data:	Book 147, page 448
Lessor:	Ronald K. DeHord, <i>et ux.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.010
Date:	May 19, 1956
Recording Data:	Book 147, page 438 and page 436
Lessor:	Wanda Grace Jones, <i>et al.</i>
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.012
Date:	June 14, 1956
Recording Data:	Book 147, Page 432
Lessor:	Cities Service Oil Company
Lessee:	William E. Anthony
Pogo Lease No.:	L870.001.013
Date:	February 18, 1957
Recording Data:	Book 156, page 356, as amended by Amendment recorded in Book 156, page 354
Lessor:	Cities Service Oil Company
Lessee:	Vilas P. Sheldon and Dale Resler, dba Resler & Sheldon, a partnership
Pogo Lease No.:	L870.001.014
Date:	November 5, 1956
Recording Data:	Book 147, page 467
Lessor:	Amerada Petroleum Corporation
Lessee:	Vilas P. Sheldon and Dale Resler, dba Resler & Sheldon, a partnership

Pogo Lease No.: L870.001.015
Date: January 15, 1958
Recording Data: Book 131, page 355
Lessor: Amerada Petroleum Corporation
Lessee: Vilas P. Sheldon and Dale Resler, dba Resler & Sheldon, a partnership, *et al.*

CONTRACTUAL AGREEMENTS:

- a) Farmout Agreement dated July 10, 1956 from Dalport Oil Corporation to William E. Anthony.
- b) Agreement dated August 21, 1956 between Resler and Sheldon, Operator, and Eugene E. Nearburg, *et al.*, Non-Operators.
- c) Operating Agreement dated August 29, 1956, as amended, between Resler and Sheldon, Operator, Peerless Oil & Gas Co., Non-Operator, recorded in Book 116, page 312, as amended.
- d) Operating Agreement dated June 14, 1957 between Resler and Sheldon, Operator, and Amerada Petroleum Corporation, Non-Operator, recorded in Book 123, page 146.
- c) Declaration of Pooling dated February 7, 1958, Resler and Sheldon, Operator, recorded in Book 131, page 350.

STATE OF TEXAS)
)
COUNTY OF HARRIS)

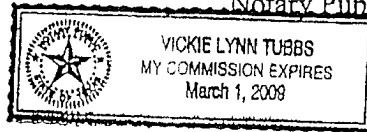
The foregoing instrument was acknowledged before me this 4th day of March, 2008, by Doss R. Bourgeois, Vice President of Pogo Producing Company LLC, a Delaware limited liability company, on behalf of said limited liability company.

Vickie L. Tubbs

Notary Public, State of Texas

My commission expires:

3/1/09



STATE OF _____)
)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2007, by Bonnie Karlsrud, individually and as beneficiary of Resler and Sheldon.

Notary Public

My Commission Expires:

STATE OF _____)
)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2007, by Wayne Resler, individually and as beneficiary of Resler and Sheldon.

Notary Public

My Commission Expires:

STATE OF TEXAS)
COUNTY OF HARRIS)

The foregoing instrument was acknowledged before me this ____ day of _____, 2008, by Doss R. Bourgeois, Vice President of Pogo Producing Company LLC, a Delaware limited liability company, on behalf of said limited liability company.

Notary Public, State of Texas

My commission expires:

STATE OF COLORADO)
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this 7th day of NOVEMBER, 2007, by Bonnie Karlsrud, individually and as beneficiary of Resler and Sheldon.

M. L. L. L. L. L.
Notary Public

My Commission Expires:
04/26/2010

STATE OF _____)
)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2007, by Wayne Resler, individually and as beneficiary of Resler and Sheldon.

Notary Public

My Commission Expires:

STATE OF _____)
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2007, by _____ for Pogo Producing Company, a Delaware corporation on behalf of said corporation.

Notary Public

My commission expires:

STATE OF _____)
COUNTY OF _____)

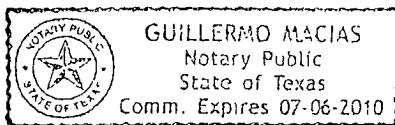
The foregoing instrument was acknowledged before me this ____ day of _____, 2007, by Bonnie Karlsrud, individually and as beneficiary of Resler and Sheldon.

Notary Public

My Commission Expires:

STATE OF TEXAS)
COUNTY OF ELPASO)

The foregoing instrument was acknowledged before me this 6th day of November, 2007, by Wayne Resler, individually and as beneficiary of Resler and Sheldon.




Guillermo Macias
Notary Public

My Commission Expires:
7-6-2010

STATE OF New Mexico)
)
COUNTY OF Lea)

The foregoing instrument was acknowledged before me this 20th day of December, 2007, by Jimmy D. Evans, joined by his spouse Linda B. Evans individually and as beneficiary of Resler and Sheldon.



Notary Public **Barbara Wolfe**

My Commission Expires:
March 21, 2010

