

ASSIGNMENT OF OPERATOR'S LIENS

State:

County:

Assignor (Name and Address):

Assignee (Name and Address):

Effective Date:

Assignor, named above, is the designated Operator in an Operating Agreement dated _____, identified in Exhibit "A," applicable to Oil and Gas Leases which are subject to that Operating Agreement.

Assignor has agreed to and shall assign to Assignee all of Assignor's interests in the Oil and Gas Leases that are subject to the Operating Agreement; the right to replace Assignor as the designated Operator named in the Operating Agreement; and, to the extent permitted by that Agreement, all rights, claims, and benefits under the terms of the Operating Agreements.

As Operator, as authorized and permitted under the terms of the Operating Agreements, Assignor has asserted, claimed, and filed, Operator's Liens (the "Liens") which are identified and described in Exhibit "B" to this Assignment.

Pursuant to the terms and conditions of an Assignment of Oil and Gas Leases from Assignor to Assignee, Assignor transfers, assigns, and conveys to Assignee all rights, privileges, benefits, accruals, and interests in all the Liens described in Exhibit "B."

This Assignment is and shall be effective as of the Effective Date stated above. It is not conditioned on and does not require that Assignee succeed Assignor as Operator under the Operating Agreements identified in Exhibit "A."

This Assignment is executed by Assignor as of the date of the acknowledgment of its signature below.

Assignor

[Exhibit "A": Description of Operating Agreements.]

[Exhibit "B": Description of Liens.]