

ASSIGNMENT OF OIL & GAS LEASE(S)

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)



KNOW ALL MEN BY THESE PRESENTS:

THAT, the undersigned, Rock Oil Corporation with offices at 410 17th Street, Suite 1650, Denver, Colorado 80202, hereinafter called "ASSIGNOR", for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, does hereby sell, assign, transfer and set over unto:

AMPET; INC.
3310 Anaconda Tower
555 17th Street
Denver, Colorado 80202

hereinafter called "ASSIGNEE", all of ASSIGNOR'S right, title and interest, subject to the terms, covenants, conditions and reservations hereinafter set forth, in and to the Oil and Gas Lease(s) described in Exhibit "A", attached hereto and by this reference made a part hereof.

1. This assignment is made expressly subject to all of the terms and provisions of third-party agreements covering the Oil and Gas Lease(s) including but not limited to that certain Assignment, dated June 18, 1984, from Amoco Production Company to Rock Oil Corporation.

2. It is agreed by and between ASSIGNOR and ASSIGNEE, that each party will keep its interest in said Oil and Gas Lease(s) free and clear of all liens that might attach the interest of the other party by operation of law.

3. It is understood and agreed by ASSIGNOR and ASSIGNEE that each term, covenant and condition as set out above, shall be binding upon and inure to the benefit of ASSIGNOR and ASSIGNEE and their respective heirs, legal representatives, successors and assigns, and shall be covenants running with the lands and Lease(s) and with each transfer or assignment of said Lease(s).

This Assignment of Oil and Gas Lease(s) is executed without warranty of title, either express or implied.

IN WITNESS WHEREOF, the ASSIGNOR has caused this Assignment to be executed and effective as of 12:01 AM on the 1st day of July, 1988.

ATTEST:

ROCK OIL CORPORATION

Laurel J. Brown

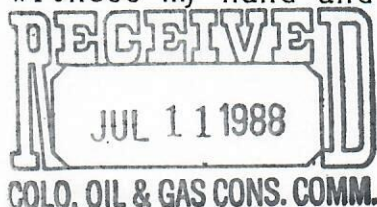
Asst. Secretary
Laurel J. Brown

BY: J. H. Frizell
J. H. Frizell
Vice President

STATE OF COLORADO)
) ss
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 8th day of July, 1988 by J. H. Frizell as Vice President of ROCK OIL CORPORATION.

Witness my hand and official seal.



Frank L. King
Notary Public
Frank L. King
410 17th Street - Suite 1650
Denver, Colorado 80202

My commission expires: February 12, 1992

LEASE SCHEDULE

EXHIBIT "A", PAGE 1 OF 1, STATE OF COLORADO COUNTY OF ADAMS

LEASE NO. & PROSPECT	LESSOR	LESSEE	LEASE DATE	DESCRIPTION	BOOK	PAGE
1000337 COTTONWOOD	Champlin Petroleum Company	Amoco Production Company	10-23-75	Insofar and only insofar as said lease covers: <u>Township 3 South, Range 65 West</u> Section 11: E/2SW/4	2039	181

