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ASSIGNMENT OF OIL, GAS AND MINERAL LEASES

STATE OF ALABAMA
COUNTY OF Baldwin

WHEREAS, the undersigned   R. F. Merritt, as President
hereinafter referred to as "Assignor" (whether one or more) is the owner of cer-
tain interest in and to the following described Oil, Gas and Mineral Lease or
Leases for and to the extent that said lease or leases cover all the lands
therein described and situated in Shelby   County, Alabama, to-wit:

LESSOR	LESSEE	DATE OF LEASE	LEASE RECORDED IN BOOK PAGE	GROSS ACRES
Lila Lee Rocks and Carrol A. Rocks, her husband	ARK, Incorporated	3-11-82	340 239, 240, 241,&242	
				70.0

(All references above are to the records in the Office of Probate Judge of said
County and State.)

NOW, THEREFORE, for and in consideration of $10.00 and other good and
valuable considerations paid by   SOHIO Petroleum Company   , hereinafter
referred to as "Assignee" (whether one or more), the receipt of which is hereby
acknowledged, Assignor does hereby grant, sell, transfer, convey and assign unto
Assignee all his right, title and interest in and to said Oil, Gas and Mineral
Lease or Leases described above, covering all of the lands described in said
lease or leases together with all lands included therein by general description,
and together with all rights and privileges accorded under the said lease or
leases.

WITNESS the signature of Assignor (s) this the 23rd day of   June   , 19 82 .

SOHIO PETROLEUM COMPANY
ONE LINCOLN CENTRE
5400 LBJ FREEWAY, SUITE 1300 / LB 12
DALLAS, TEXAS 75240

ARK, Incorporated
R. F. Merritt, as its
President

ATTEST:
as its Secretary

1982 NOV -1 AM 8: 22

JUDGE OF PROBATE

STATE OF ALABAMA
COUNTY OF Baldwin

I, Margaret M. Lampi   , a Notary Public in and for Baldwin County,
Alabama   , hereby certify that R. F. Merritt   and
Patsy C. Merritt   , whose names as President and Secretary of ARK, Incorpo-
rated, respectfully, are signed to the foregoing conveyance, and who are known
to me, acknowledged before me on this day that, being informed of the contents
of the conveyance, they, as such officers and with full authority, executed
the same voluntarily for and as the act of said corporation.

Given under my hand and seal   the 23rd day of June   , 19 82