

PREPARED BY:
D. Clark
6200 Flintridge Road, Suite G-112
Fairfield, Alabama 35064

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MEMORANDUM OF OIL, GAS AND MINERAL LEASE

KNOW ALL MEN BY THESE PRESENTS: That, the undersigned herein called "Lessor" (whether one or more) has executed and delivered to McKenzie Methane Corporation, herein called "Lessee" an Oil, Gas and Mineral Lease dated April 12, 1989, covering land situated in Shelby County, Alabama, described as follows:

West Half of Section 14 and the Northeast Quarter of the Northeast Quarter of Section 15, all in Township 21 South, Range 4 West.

WHEREAS, said Oil, Gas and Mineral Lease elsewhere referred to herein as "said Lease", provides for a primary term of five years and provides that said Lease may be continued in force thereafter in accordance with the provisions set out in said Lease. Duplicate copies of said Lease are in the possession of Lessor and also in the possession of Lessee where the same may be examined by any person having the lawful right or legitimate interest therein.

NOW, THEREFORE, for the consideration set out in said Lease, Lessor hereby grants, Leases and lets to Lessee all rights as specified therein, divided or undivided, into and upon the land covered by said Lease, being the lands described and referred to above, for the purposes and with the exclusive right of exploring, drilling, mining and operating for, producing and owning oil, gas and other minerals, together with all of the easements and rights which are granted the Lessee as set out in said Lease, upon and subject to all of the provisions and conditions set out in said Lease. Reference is made to said Lease for all purposes and said document is made a part hereof to the same extent and with the same force and effect as though the same were fully and completely incorporated herein, for the same terms and provisions thereof.

This Memorandum of Lease shall be binding upon each party who executes it, whether or not all parties named herein as Lessor join in this instrument, and the provisions hereof shall extend to and be binding on the respective heirs, successors and assigns of the parties hereto.

EXECUTED this the 27th day of March, 1989.

WITNESS:

William R. Justice Ruth L. Gordon
By Ruth L. Gordon Attorney-in-fact
Ruth L. Gordon

ATTEST:

J. Clyde Harris
Secretary

MCKENZIE METHANE CORPORATION

by: [Signature]
its: President

STATE OF ALABAMA
COUNTY OF _____

Before me, the undersigned authority, on this day personally appeared Ruth L. Gordon known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that _____ executed the same for the purposes and consideration therein expressed, and as the act and deed of said corporation.

Given under my hand and seal this _____ day of _____.

Notary Public in and for _____


My Commission Expires: _____

Notary's Printed Name _____

STATE OF Texas
COUNTY OF Harris

I, the undersigned authority in and for said County in said State, hereby certify that Michael McKenzie, whose name as President of MCKENZIE METHANE CORPORATION, is signed to the foregoing Memorandum of Lease and who is known to me, acknowledged before me on this day that being informed of the contents of said Memorandum of Lease, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this the 27th day of March, 1989.

 TOMMIE NILSON
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES
MARCH 21 1990

Tommie Nilson
Notary Public
My Commission Expires: _____

STATE OF ALABAMA

SHELBY COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that M. Brian Gordon, whose name as Attorney in Fact for Ruth L. Gordon, by Special Power of Attorney, is signed to the foregoing Memorandum of Lease, and who is known to me, acknowledged before me on this day that being informed of the contents of the Memorandum of Lease, he, as such attorney in Fact, and with full authority by Special Power of Attorney dated April 6, 1989, executed the same voluntarily on the day the same bears date, for and as the act of the said Ruth L. Gordon.

Given under my hand and official seal, this the 12th day of

April, 1989.

William R. Justice
Notary Public
My commission expires 9-13-91

NOTARY
PUBLIC

89 JUL 12 PM 1:41
JUDGE OF PROBATE

1. Deed Tax	\$ <u>4.00</u>
2. M A /Tax	<u>18.00</u>
3. Recording Fee	<u>15.00</u>
4. Indexing Fee	<u>3.00</u>
TOTAL	<u>\$ 40.00</u>