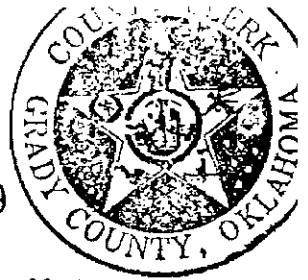


ASSIGNMENT

35549



KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by Assignment dated April 30, 1991, recorded in Book 2313 at Page 142 of the records of Grady County, Oklahoma, AnSon Company, as Assignor, conveyed to An-Son 1981 Private Limited Partnership, et al, as Assignees, an undivided interest in and to the Oil and Gas Leases described on Exhibit "A" attached hereto and made a part hereof, subject to certain limitations and reservations set forth in said Assignment; That said Assignment provided that at payout of the Pendley #1-8 well located in the NE/4 of Section 8-3N-7W, Grady County, Oklahoma, the working interest and net revenue interest conveyed to Assignees would automatically be reduced by their proportionate part of a 34% back-in to Kaiser Francis Oil Company; That said Pendley #1-8 well reached payout on November 7, 1990; and

WHEREAS, by Assignment dated February 8, 1993, recorded in Book 2520 at Page 302 of the records of Grady County, Oklahoma, hereinafter referred to as the "Partnership Assignment," An-Son 1981 Private Limited Partnership, as Assignor, conveyed to AnSon Company, as Assignee, 100% of Assignor's right, title and interest, of whatsoever kind, in and to the Oil and Gas Leases described on Exhibit "A" attached hereto; and

WHEREAS, by Assignment dated February 18, 1993, but made effective as of January 1, 1993, recorded in Book 2523 at Page 25, hereinafter referred to as the "Partners' Wellbore Assignment," AnSon Company, as Assignor, conveyed to Edward P. Gallagher, Trustee, et al, as Assignees, an undivided percent of Assignor's interest in and to the Oil and Gas Leases described on Exhibit "A" attached hereto, limited to rights in and to production obtained from the wellbore of the Pendley #1-8 Well located in the NE/4 of Section 8-3N-7W, Grady County, Oklahoma; and

WHEREAS, AnSon Company now desires to convey to Edward P. Gallagher, Trustee, and Virginia Daly, John N. Daly & Lyman G. Friedman, Trustees, a percentage of the interest in and to the Oil and Gas Leases described on Exhibit "A" hereto acquired by AnSon Company by virtue of the Partnership Assignment and not previously conveyed to said parties by virtue of the Partners' Wellbore Assignment.

NOW, THEREFORE, ANSON COMPANY, an Oklahoma general partnership, P. O. Box 24060, Oklahoma City, OK 73124, hereinafter referred to as "Assignor", for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby set over, transfer and convey unto the entities listed below, hereinafter referred to as "Assignees", the undivided interest set opposite the name of each, to-wit:

| <u>Name and Address of Assignee</u> | <u>Percent Assigned</u> |
|---|-------------------------|
| EDWARD P. GALLAGHER, TRUSTEE 3500 DePaul Boulevard, Suite 2033 Indianapolis, IN 46268 | 2.20% |
| VIRGINIA DALY, JOHN N. DALY AND LYMAN G. FRIEDMAN, TRUSTEES OF THE TRUST UNDER WILL OF JOHN C. DALY C/O Mrs. Virginia W. Daly 5311 Chamberlin Avenue Chevy Chase, MD 20815 | 4.40% |

RETURN TO:
ANSON COMPANY
P.O. BOX 24060
OKLAHOMA CITY, OK 73124

of the interest originally acquired by AnSon Company under and by virtue of that certain Assignment dated February 8, 1993, recorded in Book 2520 at Page 302, in and to the Oil and Gas Leases described on Exhibit "A" attached hereto and made a part hereof, LESS AND EXCEPT RIGHTS IN AND TO PRODUCTION OBTAINED FROM THE WELLBORE OF THE PENDLEY #1-8 WELL WHICH WERE PREVIOUSLY CONVEYED TO SAID ASSIGNEES BY VIRTUE OF THE PARTNERS' WELLBORE ASSIGNMENT DESCRIBED ABOVE, together with a like interest in all personal property, fixtures and equipment located on the lands and leases described on Exhibit "A" or used or obtained in connection therewith.

STATE OF OKLAHOMA
GRADY COUNTY S.S.
THIS INSTRUMENT AS FILED FOR RECORD
on the 13 day of April A.D. 1994
at 8:12 o'clock A.M. and duly recorded
in Book 2678 on page 7
By Betty Ballard, County Clerk
Deputy

F X H I B I T A -- Attached to Assignment dated 4/05/94 from Anson Company, Assignor, to Edward B. Gallagher, Trustee, et al, Assignees

| FILE | LEASE NAME | USE DATE | ST COUNTY | TWP. | RNG | SEC | DESC. | BOOK. | PAGE. |
|------------|--------------------------------|----------|-----------|------|-----|-----|---|-------|-------|
| 02354 6692 | HAMON, JAKE L | 02/01/66 | OK GRADY | 3N | 7W | 8 | INSOFAR AS COVERS E/2 E/2 SE/4 OF SECTION 8 LESS 7.5 ACRES FOR CRIAP RAILROAD RIGHT-OF-WAY | 872 | 418 |
| 02354 6693 | HAUSER, W M | 11/05/64 | OK GRADY | 3N | 7W | 8 | INSOFAR AS COVERS E/2 E/2 SE/4 OF SECTION 8 LESS 7.5 ACRES FOR CRIAP RAILROAD RIGHT-OF-WAY | 783 | 210 |
| 02354 6694 | CRESCENT OIL & GAS CORPORATION | 06/26/62 | OK GRADY | 3N | 7W | 8 | INSOFAR AS COVERS ALL OF 152.5 AC OF LAND, MORE OR LESS, MENTIONED IN THAT CERTAIN WARRANTY DEED FROM FLOY P. EVANS ET VIR TO A. M. PENDLEY, DATED SEPTEMBER 11, 1943, AND RECORDED IN VOLUME 428 AT PAGE 568 OF THE DEED RECORDS OF GRADY COUNTY, OKLAHOMA | 737 | 550 |
| 02354 6696 | DUNCAN CORPORATION | 05/16/62 | OK GRADY | 3N | 7W | 8 | INSOFAR AS COVERS ALL OF 152.5 AC OF LAND, MORE OR LESS, MENTIONED IN THAT CERTAIN WARRANTY DEED FROM FLOY P. EVANS ET VIR TO A. M. PENDLEY, DATED SEPTEMBER 11, 1943, AND RECORDED IN VOLUME 428 AT PAGE 568 OF THE DEED RECORDS OF GRADY COUNTY, OKLAHOMA | 734 | 184 |
| 02355 6697 | WEEK, MARY KATHARINE & M W | 04/14/62 | OK GRADY | 3N | 7W | 8 | E/2 SE/4 NE/4 | 732 | 036 |
| 02355 6698 | BROWN, MARK S & WANDA | 05/01/62 | OK GRADY | 3N | 7W | 8 | ALL OF E/2 NE/4 NE/4 WEST OF CRIAP RAILROAD RIGHT OF WAY | 735 | 257 |
| 02355 6700 | DORMAN, JOHN RAY & OZELLA | 04/14/62 | OK GRADY | 3N | 7W | 8 | ALL OF E/2 NE/4 NE/4 WEST OF CRIAP RAILROAD RIGHT OF WAY | 732 | 058 |
| 02356 6701 | FEDERAL LAND BANK OF WICHITA | 05/10/62 | OK GRADY | 3N | 7W | 8 | S/2 NW/4 | 733 | 715 |
| 02356 6702 | BRANTLEY, L F, ET AL | 04/11/62 | OK GRADY | 3N | 7W | 8 | N/2 NW/4 | 731 | 231 |
| 02357 6704 | BROWN, CHARLES E & WILLIE | 12/14/48 | OK GRADY | 3N | 7W | 8 | W/2 SW/4 & W/2 NE/4 SW/4 | 527 | 093 |
| 02358 6705 | LAY, BERTIA B, ET AL | 07/31/61 | OK GRADY | 3N | 7W | 8 | INSOFAR AS COVERS W/2 E/2 E/2 & E/2 NW/4 SE/4 & W/2 SW/4 SE/4 & SE/4 SW/4 SE/4 OF SECTION 8 | 716 | 366 |