

Assignment - DATE 7-6-2004  
Provided by Mike Bowmaster  
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WARREN COUNTY, PA.

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FILED & ENTERED - WARREN  
COUNTY, PA FEE: \$ 18.50  
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MEMORANDUM OF AGREEMENT

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, by Agreement dated the 13 day of January, 2004, by and between SHABOOM OIL, INC., with address at 1197 East Oak Street, Phoenix, Arizona 85006, a Pennsylvania corporation ("SHABOOM"), and FAWKES EXPLORATION, <sup>LLC</sup> with address at 600 Market Street, Warren, Pennsylvania 16365, a limited liability company organized under the laws of the Commonwealth of Pennsylvania ("OPERATOR"), Shaboom did grant and demise unto Operator, its successors and assigns, a working interest for purposes of developing and operating for and producing oil and gas from the following described land, to-wit:

All right, title, and interest in and to the petroleum, oil, and gas and other minerals (the "OIL AND GAS") relating to the following parcels of land situate in Sheffield Township, Warren County, Pennsylvania:

PARCEL NO. 1: All of Lot No. 434 as numbered and designated on the Map of Warren County.

EXCEPTING AND RESERVING therefrom a piece or parcel of land containing 50 acres from the northwest corner of said lot, and being the same premises described in an Oil and Gas Lease from O.F. Hoffman, Executor and Trustee of Nancy L. Hoffman, deceased, to M.H. Weidert, L.D. Slater, R.C. White, and A.P. Jones dated March 24, 1896, and recorded in the Recorder's Office of said Warren County in Deed Book 89, Page 86.

ALSO EXCEPTING AND RESERVING therefrom a piece or parcel of land containing 50 acres from the southeast corner of said lot and being the same premises described in an Assignment from J.H. Alexander, Trustee of Nancy L. Hoffman, deceased, to Horace A. Crary, Miner D. Crary, and Clara J. Crary, dated March 11, 1927, and recorded in said Recorder's Office in Deed Book 158, Page 556. The petroleum, oil, and gas comprised in the LJD Property being that in the remainder of said Lot No. 434 containing 123 acres, more or less.

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WARREN COUNTY, PA.

**PARCEL NO. 2:** Also, all of Lot No. 8 as numbered and designated on said Map of Warren County containing 573 acres, more or less.

**PARCEL NO. 3:** Also, all of Lots Nos. 10, 11, 12, and 13 as numbered and designated on said Map of Warren County containing 400 acres, more or less.

**WHEREAS,** said Agreement will remain in force and effect so long as the provisions thereof are met by Operator, including obligations to drill wells and/or produce oil or gas.

**NOW, THEREFORE,** in consideration of the premises and for the purposes of placing of record the existence of the above-described Agreement, the undersigned Parties do hereby agree and declare that said Agreement is a valid and subsisting Agreement vesting in Operator certain rights with respect to the property above-described.

SHABOOM OIL, INC.

  
BY: GEORGE BASCH, PRESIDENT (SEAL)

FAWKES EXPLORATION, LLC

  
BY: ARTHUR J. STEWART, MEMBER (SEAL)

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+ 123  
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1064 = 60f