

JICARILLA APACHE NATION
OIL AND GAS ADMINISTRATION

UNITED STATES OF AMERICA
DEPARTMENT OF THE INTERIOR
BUREAU OF INDIAN AFFAIRS

Form JAN-A-5
(Sept. 2002)

MDA NO. _____

ASSIGNMENT OF INTEREST IN MINERALS DEVELOPMENT AGREEMENT

WHEREAS, the Secretary of the Interior or his authorized representative has previously approved a Minerals Development Agreement dated _____, _____, and approved by the Secretary of Interior on _____, entered into by and between the Jicarilla Apache Nation (formerly known as the Jicarilla Apache Tribe) and _____ covering the following described lands within the Jicarilla Apache Indian Reservation in the State of New Mexico:

AND WHEREAS, _____, whose address is _____ (hereafter called the Assignor) is the owner of the following interests in said minerals development agreement:

NOW THEREFORE, for and in consideration of _____ DOLLARS (\$ _____) and other valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby assigns, transfers, sells, grants and conveys to _____ whose address is _____ (hereafter called the Assignee) the following interests in said Minerals Development Agreement:

subject to the approval by the Jicarilla Apache Nation and the Secretary of the Interior or his authorized representative, and to be effective as of _____ on _____. Approval of this assignment by the Nation and the Secretary shall not release Assignor from any liability arising prior to

approval by the Nation and the Secretary.

The interest being retained by Assignor is:

For the same consideration Assignor covenants with the Assignee, its heirs, successors or assigns that the Assignor is the lawful owner of and has good title to the interest above assigned in and to said Minerals Development Agreement, free and clear from all liens, encumbrances or adverse claims; that said Minerals Development Agreement is a valid and subsisting encumbrance on the land described above and all rentals, royalties and other payments due thereunder have been paid and all conditions necessary to keep the same in full force have been duly performed.

EXECUTED this ____ day of _____, 20____.

By: _____

(Title)

ACKNOWLEDGMENT OF CORPORATION
(ASSIGNOR)

STATE OF _____
COUNTY OF _____

On this ____ day of _____, 20____, before me, a notary public in and for the said county and state, personally appeared _____, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument as its _____ and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Notary Public

My Commission Expires: _____

ACKNOWLEDGMENT OF INDIVIDUAL
(ASSIGNOR)

STATE OF _____
COUNTY OF _____

On this ____ day of _____, 20____, before me, a notary public in and for the said county and state, personally appeared _____, to me known to be the identical person who executed the within and foregoing instrument, and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

Notary Public

My Commission Expires: _____

ACCEPTANCE AND ASSUMPTION BY ASSIGNEE

_____, Assignee in the foregoing instrument, accepts the assignment and certifies to the Jicarilla Apache Nation and the Secretary of the Interior that Assignee agrees to fulfill all the obligations, conditions and stipulations relating to the assigned interest in said described mineral development agreement and the rules and regulations of the Secretary of the Interior and of the Jicarilla Apache Nation applicable thereto, and to furnish proper bond as may be required by the Bureau of Indian Affairs guaranteeing faithful compliance with said lease, rules, regulations and this agreement. Assignee hereby assumes full liability under the mineral development agreement from its inception as to the assigned interest and assumes all obligations of Assignor related to the assigned interest in said mineral development agreement and applicable rules and regulations, and agrees to pay to the Jicarilla Apache Nation all rental, royalty, other contract payments and/or taxes due the Nation for any oil or gas produced under said mineral development agreement from the interest assigned herein, accruing prior to or subsequent to the date of approval of this assignment. No provision of this assignment shall bar Assignee from collecting from Assignor any amounts paid by Assignee in satisfaction of the rental, royalty, related contract payments or tax obligations for periods prior to the date of approval of this assignment. Assignee certifies it is in compliance with all applicable regulations and authorizing acts.

By: _____

(Title)

ACKNOWLEDGMENT OF CORPORATION
(ASSIGNEE)

STATE OF _____
COUNTY OF _____

On this ____ day of _____, 20 ____, before me, a notary public in and for the said county and state, personally appeared _____, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument as its _____ and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Notary Public

My Commission Expires: _____

ACKNOWLEDGMENT OF INDIVIDUAL
(ASSIGNEE)

STATE OF _____
COUNTY OF _____

On this ____ day of _____, 20 ____, before me, a notary public in and for the said county and state, personally appeared _____, to me known to be the identical person who executed the within and foregoing instrument, and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

Notary Public

My Commission Expires: _____

PROOF OF SURETY

_____, surety for Assignor on bond accompanying the mineral development agreement described above, hereby consents to the foregoing assignment and transfer of said interest in the agreement and agrees that said bond shall remain in force and effect covering obligations of Assignee under this assignment.

Dated this ____ day of _____, 20____, at _____.

By: _____

(Title)

OR

Assignee certifies that it has complied with the bonding requirements in the form of Bond No. _____, issued by _____ in the amount of _____.

By: _____

(Title)

APPROVALS

JICARILLA APACHE NATION

UNITED STATES OF AMERICA

Date Approved: _____

Date Approved: _____

Authorized Officer/Title

Authorized Officer/Title