

Robert E. Shannon
City Attorney of Long Beach
333 West Ocean Boulevard
Long Beach, California 90802-4664
Telephone (562) 570-2200


1 interest in and to the Lease and covenants to assume and be responsible for all of the
2 obligations of Assignor thereunder.

3 **5. AMENDMENTS.** No amendment hereto shall be valid or be given any effect
4 whatsoever, unless in writing, executed by the duly authorized representatives of all
5 parties.

6 **6. LAW GOVERNING.** This Agreement shall be governed by the laws of the
7 State of California.

8 **IN WITNESS WHEREOF,** the parties have caused this Agreement to be
9 executed on the dates set forth opposite their signatures.

10 **MCFARLAND ENERGY, INC.**

11 By: 

12 Title: **Assistant Secretary**

13 Title: _____

14 ASSIGNOR

15 **BREITBURN ENERGY COMPANY, LLC**

16 By: 

17 Title: **Co-President**

18 ASSIGNEE

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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Kern

On December 18, 2003 before me, Teresa A. Altenburger, Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Vic L. Byers, III,
NAME(S) OF SIGNER(S)

XX personally known to me - **OR** - " proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Teresa A. Altenburger
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER	DESCRIPTION OF ATTACHED DOCUMENT
" INDIVIDUAL(S)	
XX CORPORATE OFFICER	
<u>Assistant Secretary</u> TITLE(S)	<u>Assignment Consent Agreement</u> TITLE OR TYPE OF DOCUMENT
" PARTNER(S)	
" LIMITED	
" GENERAL	<u>three</u>
" ATTORNEY-IN-FACT	NUMBER OF PAGES
" TRUSTEE(S)	
" GUARDIAN/CONSERVATOR	
" OTHER: _____ _____ _____	<u>Not Dated</u> DATE OF DOCUMENT
SIGNER IS REPRESENTING: NAME OF PERSON(S) OR ENTITY(IES) <u>McFarland Energy, Inc.</u>	<u>BreitBurn Energy Company, LLC, et al - not signed yet</u> SIGNER(S) OTHER THAN NAMED ABOVE

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
 County of Los Angeles } ss.
 On Jan. 12, 2004 before me, Diva Salano
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")
 personally appeared Halbert S. Washburn
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.
[Signature]
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

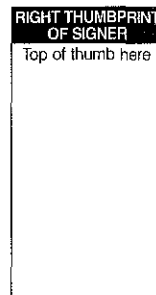
Title or Type of Document: _____
 Document Date: _____ Number of Pages: _____
 Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____



CONSENT TO ASSIGNMENT

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McFarland Energy, Inc., ("Assignor") and BreitBurn Energy Company, LLC ("Assignee") executed that certain Assignment Consent Agreement, effective April 1, 1999 whereby Assignor assigned all of its right, title and interest in and to the RECREATION PARK OIL AND GAS LEASE with the City.

City hereby consents to said Assignment by Assignor to Assignee, subject to the conditions contained therein, and further conditions upon Assignee posting with the City any and all security instruments required under the Lease.

CITY OF LONG BEACH, a municipal corporation

By *Maed R. Quinn*
City Manager

CITY

The foregoing Assignment Consent Agreement is hereby approved as to form this *23rd* day of *January*, 2003. *2004*

ROBERT E. SHANNON, City Attorney

By: *Charles Parker*
Deputy

RAA
5/12/03
McFarland.Agr.

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