

Robert W. Parkin
City Attorney of Long Beach
333 West Ocean Boulevard
Long Beach, California 90802
Telephone 590-6061

1 Exploration Company, a limited partnership formed under the laws
2 of the State of California, by a limited partnership agreement
3 made and entered into as of the 6th day of September, 1962, and
4 William P. Herder and H. H. Herder are now the general partners
5 in said limited partnership.

6 WHEREAS, the First Agreement Amending Recreation Park
7 Oil and Gas Lease, dated September 15, 1969, settled certain
8 differences among the parties.

9 WHEREAS, the Second Agreement Amending Recreation Park
10 Oil and Gas Lease, dated March 5, 1970, corrected certain inad-
11 vertent errors contained in said First Agreement Amending Recrea-
12 tion Park Oil and Gas Lease.

13 WHEREAS, the Third Agreement Amending Recreation Park
14 Oil and Gas Lease, dated June 10, 1971, settled certain misunder-
15 standings in accounting for dry gas.

16 WHEREAS, the Fourth Agreement Amending Recreation Park
17 Oil and Gas Lease, dated April 27, 1979, resolved certain matters
18 relative to a substitute for a faithful performance bond and
19 relative to prices to be paid to LESSORS, and further provided
20 for new development work and an allocation of costs and an appor-
21 tionment of working interest with regard to such new development
22 work.

23 WHEREAS, the Fifth Amendment Amending Recreation Park
24 Oil and Gas Lease, dated April 21, 1982, resolved certain
25 matters with reference to new development work and certain other
26 matters because of changed circumstances.

27 WHEREAS, HERBELL OIL EXPLORATION COMPANY as assignor,
28 ELLIOTT & TEN EYCK as assignee and the CITY OF LONG BEACH and

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1 ALAMITOS LAND COMPANY as consenting LESSORS, entered into an
2 ASSIGNMENT AND CONSENT RE RECREATION PARK OIL AND GAS LEASE --
3 ELLIOTT & TEN EYCK, LTD., dated April 26, 1982, in which
4 HERBELL OIL EXPLORATION COMPANY assigned all of its right, title
5 and interest in and to the LEASE to ELLIOTT & TEN EYCK with
6 respect to (i) all of the portion of the subject lands lying in
7 a southerly direction from the north border or edge of Seventh
8 Street at its present location as reflected in maps on file with
9 the City of Long Beach, and (ii) all necessary surface and sub-
10 surface easements and rights-of-way across the subject lands
11 (said lands are hereinafter collectively referred to as the
12 "SOUTH OPERATIONS AREA"), subject to certain terms and conditions
13 contained therein.

14 WHEREAS, HERBELL OIL EXPLORATION COMPANY, as assignor,
15 McFARLAND ENERGY, INC. as assignee and the CITY OF LONG BEACH
16 and ALAMITOS LAND COMPANY as consenting LESSORS, entered into an
17 ASSIGNMENT AND CONSENT RE RECREATION PARK OIL AND GAS LEASE --
18 McFARLAND ENERGY INC. dated April 23, 1982, in which HERBELL
19 OIL EXPLORATION COMPANY assigned all of its right, title and
20 interest in and to the LEASE to McFARLAND with respect to (i)
21 the drill site lands, (ii) all of that portion of the subject
22 lands lying in a northerly direction from the north border or
23 edge of Seventh Street at its present location as reflected in
24 maps on file with the City of Long Beach, and (iii) all necessary
25 surface and subsurface easements and rights-of-way across the
26 subject lands (said lands are hereinafter collectively referred
27 to as the "NORTH OPERATIONS AREA"), subject to certain terms and
28 conditions contained therein.

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1 as of the day and year first herein written.

2

LESSORS

3 Approved as to form
4 this 6th day of July, ~~1982~~
5 1982 by Robert W. Parkin,
6 City Attorney

CITY OF LONG BEACH, a municipal
corporation

AUG 11 1982

7 By: 

8 By: 
City Manager

9

ALAMITOS LAND COMPANY, a
California corporation

10 DATED: August 5, 1982

11 By: 
President

12 DATED: August 5, 1982

13 By: 
Secretary

14

LESSEES


15

ELLIOTT & TEN EYCK, LTD.

16 DATED: August 2, 1982

17 By: 
Daniel W. Elliott, Jr.

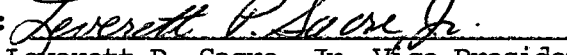
18 DATED: August 2, 1982

19 By: 
Warren E. Ten Eyck

20

McFARLAND ENERGY, INC.

21 DATED: 7/30/82

22 By: 
Leverett P. Sacre, Jr. Vice President

23 DATED: _____

24 By: _____

25

26

27 RWP:bjh
28 7/15/82
D-185

1 STATE OF CALIFORNIA)
) ss.
2 COUNTY OF LOS ANGELES)

3 On _____, 1982, before me, the
4 undersigned, a Notary Public in and for said state, personally
5 appeared _____ known to me to be the
6 general partner of McFARLAND ENERGY, INC., and acknowledged
7 to me that such partnership executed the same.

8 WITNESS my hand and official seal.

9 _____
10 Notary Public in and for said
11 State

11 STATE OF CALIFORNIA)
) ss.
12 COUNTY OF ORANGE)

13 On Aug 2, 1982, 1982, before me, the
14 undersigned, a Notary Public in and for said state, personally
15 appeared DANIEL W. ELLIOTT, JR., and WARREN E. TEN EYCK, known
16 to me to be the general partners of ELLIOTT AND TEN EYCK, LTD.
17 a limited partnership, and acknowledged to me that such partner-
18 ship executed the same.

19 WITNESS my hand and official seal.

20 _____
21 *Margo I. Bedor*
22 Notary Public in and for said
23 State



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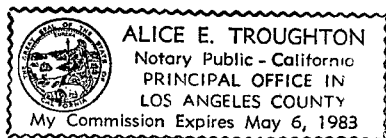
State of CALIFORNIA
County of LOS ANGELES } SS.

On this the 30th day of July 1982, before me,

Alice E. Troughton,
the undersigned Notary Public, personally appeared

Leverett P. Sacre, Jr.,

personally known to me
 proved to me on the basis of satisfactory evidence
to be the person(s) who executed the within instrument as
Vice President or on behalf of the corporation therein
named, and acknowledged to me that the corporation executed it.
WITNESS my hand and official seal.



Alice E. Troughton
Notary's Signature

1 EXHIBIT "1"

2 SUBJECT LANDS

3
4 PARCEL NO. 1

5 That portion of the Alamitos Tract, as per map recorded
6 in Book 36, pages 37 et seq., Miscellaneous Records of Los
7 Angeles County, more particularly described as follows:

8 Beginning at the Northeast corner of Farm Lot No. 81, of
9 said Alamitos Tract; thence East along the Southerly side of
10 Anaheim Road 2670.92' more or less, to its intersection with the
11 Northeasterly line of said Alamitos Tract; thence South 48° 33'
12 30" East along said Northeasterly line 1564.97' more or less to
13 its intersection with the West line of Santiago Avenue; thence
14 South along said west line of Santiago Avenue 2195.27' more or
15 less to the North line of Sixth Street; thence West along said
16 North line of Sixth Street 990.66' to a point; thence South 30'
17 to the Northerly line of Farm Lot #193 of said Alamitos Tract;
18 thence West along the Northerly line of Farm Lots #193 and #194
19 of said Alamitos Tract 1096.31' more or less to its intersection
20 with the Westerly line of the right of way formerly owned by
21 the Pacific Electric Railway; thence North 43° 53' 45" West
22 along the Westerly line of said right of way 713.60' more or
23 less to its intersection with the East line of Santa Fe Avenue;
24 thence North along said East line 68.51' to the Northwest corner
25 of Farm Lot #187 of said Alamitos Tract; thence North 43° 53'
26 45" West 149.13' more or less, to the Southeast corner of Farm
27 Lot #131 of said Alamitos Tract; thence West 65.92' more or less
28 to the Westerly line of the said right of way; thence North
43° 53' 45" West 293.54' along the Westerly line of said right
of way to a point; thence continuing along said right of way
along a curve concave to the right with a radius of 1480.19'
and the bearing of whose tangent at the point of beginning is
North 43° 53' 45" West 508' more or less, to its intersection
with the Northerly line of said Farm Lot #131; thence West 34.45'
to the Southeast corner of Farm Lot #127 of said Alamitos Tract;
thence North along the Easterly line of said Farm Lot #127
83.23' more or less to its intersection with the continuation
of said curve heretofore described; thence continuing along
said curve along the Westerly line of said right of way 58.52';
thence North 18° 28' 45" West along the Westerly line of said
right of way 518.73' to its intersection with the South line of
Tenth Street; thence East 50.08' to the Northeast corner of Farm
Lot #127 of said Alamitos Tract; thence North 18° 28' 45" West
along the Easterly line of Farm Lots #82 and #81 of said Alamitos
Tract 1381.43' more or less to the point of beginning;

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1 PARCEL NO. 2:

2 That portion of the Alamitos Tract, as per map recorded in
3 Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles
4 County, more particularly described as:

5 The West five (5) acres of Farm Lot #193 of said Alamitos
6 Tract; acreage estimated to street centers;

7 PARCEL NO. 3:

8 That portion of the Alamitos Tract, as per map recorded in
9 Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles
10 County, more particularly described as:

11 The West ten (10) acres of Farm Lot #194 of said Tract, but
12 excepting therefrom any portion thereof, conveyed to Pacific
13 Electric Railway, a corporation, by deed recorded in Book 1929,
14 page 47, of Deeds, Records of said County; acreage estimated to
15 street centers;

16 PARCEL NO. 4:

17 That portion of the Alamitos Tract, as per map recorded in
18 Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles
19 County, more particularly described as:

20 That portion of Farm Lot #215, of said Tract lying North
21 of the right of way of the Pacific Electric Railway;

22 PARCEL NO. 5:

23 That portion of the Alamitos Tract, as per map recorded in
24 Book 36, pages 37 et seq., Miscellaneous Records of Los Angeles
25 County, more particularly described as:

26 The South 275' of the North 305' of the West 300' of Farm
27 Lot #216, of said Tract.
28

EXHIBIT "2"

DRILL SITE LANDS

That portion of Lot A, Tract No. 5884, in the City of Long Beach, County of Los Angeles, State of California, as per map recorded in Book 62, page 38 of Maps in the office of the County Recorder of said County, more particularly described as follows:

Beginning at the southeast corner of Block 131 of the Alamos Tract as shown on said map; thence South 43° 53' 45" East, 41.63 feet, along the westerly line of said Tract No. 5884, to the centerline of Seventh Street; thence North 89° 59' 29" East, 1506.08 feet, along the centerline of the public thoroughfare known as Seventh Street; thence North 0° 00' 31" West, 190 feet, at right angles to last said centerline, to the true point of beginning of this description; thence continuing North 0° 00' 31" West, 150.00 feet; thence North 89° 59' 29" East, 290.40 feet; thence South 0° 00' 31" East, 150.00 feet; thence South 89° 59' 29" West, 290.40 feet to the true point of beginning.

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EXHIBIT "3"

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A parcel of land comprising 10 acres, more or less, in the County of Los Angeles, the particular description of which is as follows:

East 10 acres of Lot 194 Alamitos Tract, as per map recorded in Book 36, Pages 37 to 44, of Miscellaneous Records, and including Tract No. 1569, as per map recorded in Book 20, Page 41 of Maps, all in the office of the County Recorder of the County of Los Angeles.

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