

ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS:

That this assignment is made this 12th day of May, 1989, by and between Wilton H. Webb and Don Neal, as Trustees of the Dwight Everett Brehm Trust created under Article V of the Will of Clarence E. Brehm, deceased, hereinafter referred to as "Assignor," and Sylvia Brehm Neal, Karen Brehm Allison, and Wilton H. Webb, Carol Brehm, Dennis Buckalew and Don Neal as Trustees of the Carol Brehm Trust, and Wilton H. Webb, Carol B. Brehm, Don Neal and Clarence Tyson Brehm as Trustees of the Clarence Tyson Brehm Trust, collectively hereinafter referred to as "Assignee."

WHEREAS, Clarence E. Brehm died testate owning certain interests in oil, gas and other minerals as described on Exhibit A, which is attached hereto and made a part hereof; that the Will of Clarence E. Brehm was admitted to probate and his estate was administered pursuant to proceedings had in Case No. 80-P-79, Circuit Court of Jefferson County, Illinois; and

WHEREAS, Article V of the Will of Clarence E. Brehm provided for a marital deduction bequest to designated trustees, said trust to be known as the "Carol Brehm Trust;" and

WHEREAS, pursuant to Article V of the Will of Clarence E. Brehm, the residue of the decedent's estate was given to designated trustees to be divided into separate equal trusts named after each of the decedent's children, viz., Sylvia Brehm Neal, Karen Brehm Allison, Jane Brehm Pinnick, Dwight Everett Brehm and Clarence Tyson Brehm; that collectively, the trusts created pursuant to Article V of the Will of Clarence E. Brehm are known as the "residuary trust;" and

WHEREAS, the residuary trust created under Article V of the Will of Clarence E. Brehm is comprised of the following named separate trusts with the following named trustees:

1. Clarence Tyson Brehm Trust
Trustees:
Clarence Tyson Brehm, Carol B. Brehm, Wilton H. Webb and Don Neal
2. Jane Brehm Pinnick Trust
Trustees:
Jane Brehm Pinnick, Patrick Pinnick, Wilton H. Webb and Don Neal

3. Karen Brehm Allison Trust
Trustees:
 Karen Brehm Allison, Steve Allison, Wilton H. Webb and Don Neal
4. Sylvia Brehm Neal Trust
Trustees:
 Wilton H. Webb and Don Neal
5. Dwight Everett Brehm Trust
Trustees:
 Wilton H. Webb and Don Neal; and

WHEREAS, each of the Clarence Tyson Brehm Trust, Jane Brehm Pinnick Trust, Karen Brehm Allison Trust, Sylvia Brehm Neal Trust and Dwight Everett Brehm Trust share equally in the residuary trust created under Article V of the Will of Clarence E. Brehm, each of said trusts owning and possessing 1/5 of the assets of the residuary trust; and

WHEREAS, Article V of the Will of Clarence E. Brehm provides for distribution to the beneficiaries of each separate trust created within the residuary trust as follows:

1. When the beneficiary attains 25 years of age, he/she shall receive 1/3 of the value of his/her share of the trust, as then constituted.
2. When the beneficiary attains 30 years of age, he/she shall receive 1/2 of the value of his/her share of the trust, as then constituted.
3. When the beneficiary attains 35 years of age, he/she shall receive all of his/her remaining share of the trust, as then constituted; and

WHEREAS, the trustees of the Dwight Everett Brehm Trust have the authority to sell assets of the trust without the necessity of court order pursuant to Article VI, Paragraph 1, Subparagraph (c), which such subparagraph reads as follows:

"(c) To sell any trust property, for cash or on credit, at public or private sales; to exchange any trust property for other property; to grant options to purchase or acquire any trust property; and to determine the prices and terms of sales, exchanges, and options;" and

WHEREAS, the trustees desire to sell all of the remaining assets of the Dwight Brehm Trust collectively to the Assignees in the proportions as set forth below.


NOW, THEREFORE, for and in consideration of the foregoing recitals and One Dollar and other valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby sell, assign, transfer and set over unto Assignee in the following proportions:

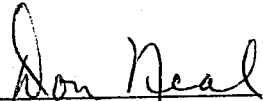
Carol Brehm Trust	830617/9322468 (.891)
Sylvia Brehm Neal	0338766/9322468 (.036338)
Karen Brehm Allison	0338766/9322468 (.036338)
Clarence Tyson Brehm Trust	0338766/9322468 (.036338)

collectively being all of its right, title and interest in and to the interests in oil, gas and other minerals described on Exhibit A which is attained hereto and made a part hereof.

This assignment and all provisions contained herein shall extend to and be binding upon the respective heirs, executors, administrators, successors and assigns of the assignor and assignee.

This assignment shall be effective the 31st day of December, 1988.


WILTON H. WEBB, as Trustee
of the Dwight Everett Brehm
Trust created under
Article V of the Will of
Clarence E. Brehm, deceased


DON NEAL, as Trustee of the
Dwight Everett Brehm Trust
created under Article V of the
Will of Clarence E. Brehm,
deceased

STATE OF ILLINOIS)
) SS
COUNTY OF JEFFERSON)

I, the undersigned, Notary Public, in and for said County, in the State aforesaid, do hereby certify that Wilton H. Webb and Don Neal as Trustees of the Dwight Everett Brehm Trust created under Article V of the Will of Clarence E. Brehm, deceased, personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act, for the uses and purposes therein set forth, including the release and waiver of the right of homestead.

15813

Given under my hand and notarial seal on this 12th day
of May, 1989.

Patricia S. Carlson
Notary Public

My Commission Expires:

9/21/91



TOWNSHIP 36 SOUTH, RANGE 11 EAST

Section 10: N $\frac{1}{2}$ /S $\frac{1}{2}$ (being lots 17 to 24 inclusive)Section 16: S $\frac{1}{2}$ /SW $\frac{1}{4}$ (being lots 27 to 30 inclusive)

Also, any and all interest owned, as to any real property located in Klamath County,
Oregon, by Clarence E. Brehm, at the time of his death.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Brehm Oil the 24th day
of Aug. A.D., 19 89 at 12:34 o'clock P.M., and duly recorded in Vol. M89,
of Deeds on Page 15810.

FEE \$28.00

Evelyn Biehn .County Clerk

By Pauline Muelendore

Return: Brehm Oil
P.O. Box 648
Mt. Vernon, Ill. 62864