

AMENDMENT TO STATE OIL AND GAS LEASES
PRC 421, PRC 3120 AND PRC 3242

WHEREAS the State of California by and through the State Lands Commission did lease certain lands known as PRC 421 in Santa Barbara County to Bankline Oil Company on October 22, 1949, and through successive assignments to Atlantic Richfield Company on December 20, 1985; and

WHEREAS the State of California by and through the State Lands Commission did lease certain lands known as PRC 3120 in Santa Barbara County to Richfield Oil Corporation (currently Atlantic Richfield Company) and Socony Mobil Company, Inc. (currently Mobil Oil Corporation) on April 29, 1964; and

WHEREAS the State of California by and through the State Lands Commission did lease certain lands known as PRC 3242 in Santa Barbara County to Richfield Oil Corporation (currently Atlantic Richfield Company) and Socony Mobil Company, Inc. (currently Mobil Oil Corporation) on April 8, 1965; and

WHEREAS the State of California by and through the State Lands Commission did approve the assignment of all Atlantic Richfield Company interests in said leases to Mobil Oil Corporation on February 25, 1993, the effective date of the assignments to be April 1, 1993; and

WHEREAS Mobil Oil Corporation has requested the State Lands Commission to modify the oil royalty terms in order to maintain the economic viability and prevent premature abandonment of the leases; and

WHEREAS the State Lands Commission determined on February 25, 1993, that the continued production from said leases is in the best interests of the State and that such production is economically unfeasible under existing lease terms;

NOW, THEREFORE, Mobil Oil Corporation and the State Lands Commission mutually agree that Exhibit "B" of State Oil and Gas Leases PRC 421, PRC 3120 and PRC 3242 is amended to provide for the oil royalty rate to be sixteen and two-thirds (16-2/3) percent. All other terms and conditions of the leases remain unchanged and in full force and effect.

The effective date of these amendments is April 1, 1993.

IN WITNESS THEREOF, the parties hereto have executed this Amendment of State Oil and Gas Leases PRC 421, PRC 3120 and PRC 3242.

LESSEE:

Mobil Oil Corporation
P.O. Box 9989
10000 Ming Avenue
Bakersfield, CA 93311

BY: J. S. Byth
J.S. BYTH
Attorney-in-Fact

Date: 3/31/93

LESSOR:

State of California
State Lands Commission
1807 13th Street
Sacramento, CA 95814

BY: Charles Warren
CHARLES WARREN
Executive Officer

Date: 3/31/93

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ALL-PURPOSE ACKNOWLEDGMENT

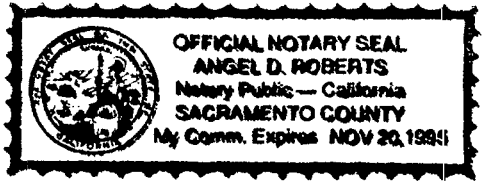
NO 209

State of California
County of Sacramento }

On March 31, 1993, before me, Angel D. Roberts,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared J.S. Byth * * * * *
NAME(S) OF SIGNER(S)

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 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.
Angel D. Roberts
SIGNATURE OF NOTARY

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL(S)
- CORPORATE OFFICER(S) _____ TITLE(S) _____
- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- SUBSCRIBING WITNESS
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)
Mobil Oil Corporation

ATTENTION NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to unauthorized document.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:
Title or Type of Document Amendment to State Oil and Gas Leases PRC 421, PRC 3120 and PRC 3242
Number of Pages two Date of Document No date
Signer(s) Other Than Named Above _____

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Angel D. Roberts
SIGNATURE OF NOTARY

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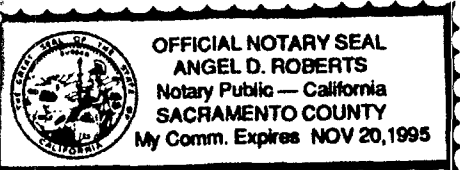
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NAME OF PERSON(S) OR ENTITY(IES)
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