

MINUTE ITEM

This Calendar Item No. C128 was approved as Minute Item No. 128 by the California State Lands Commission by a vote of 3 to 0 at its 6-19-98 meeting.

**CALENDAR ITEM
C128**

A 35
S 18

06/19/98
PRC 145.1
J. Tanner

**CONSIDER APPROVAL OF AN ASSIGNMENT OF INTEREST
IN OIL AND GAS LEASE NO. PRC 145.1
RINCON OIL FIELD, VENTURA COUNTY**

ASSIGNOR:

Pittencreieff America, Inc.
Attn.: John C. Weaver, Chief Operating Officer
3005 S. Treadway
Abilene, Texas 79608-6129

ASSIGNEE:

Windsor Energy US Corporation
Attn.: Thomas E. Hogan
2911 Turtle Creek Blvd.
Dallas, Texas 75219

AREA, LAND TYPE, AND LOCATION:

Oil and Gas Lease No. PRC 145.1 is located in the Rincon Oil Field, Ventura County.

BACKGROUND:

Oil and Gas Lease No. PRC 145.1 was issued to Beloil Corporation and O.C. Field Gasoline Corporation on July 3, 1944. The lease has since been bifurcated into "shallow" (above 5,500 feet) and "deep" (below 5,500 feet) segments. Through a series of corporate mergers, assignments, and name changes, the present lessee of a 25 percent interest in the "deep" portion of the lease is Pittencreieff America, Inc., (Pittencreieff). Pittencreieff acquired its interest from Seahawk International Corporation when Seahawk went out of business. Rincon Island Limited Partnership is the current operator of the lease. Pittencreieff is now requesting that the California State Lands Commission approve assignment of its 25 percent interest in the "deep" portion of this lease to Windsor Energy US Corporation, the general partner of Rincon Island Limited Partnership.

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CALENDAR ITEM NO. C128 (CONT'D)

STATUTORY AND OTHER REFERENCES:

- A. Section 4 of the Lease.
- B. Public Resources Code section: 6804

OTHER PERTINENT INFORMATION

- 1. Pursuant to the Commission's delegation of authority and the State CEQA Guidelines (Title 14, California Code of Regulations, section 15061), the staff has determined that this activity is exempt from the requirements of the CEQA because the activity is not a "project" as defined by the CEQA and the State CEQA Guidelines.

Authority: Public Resources Code section 21065 and Title 14, California Code of Regulations, section 15378.

- 2. Assignment forms have been filed and the prerequisite filing fees have been paid by Windsor Energy US Corporation.

EXHIBITS:

- A. Location Map.
- B. Assignment from Seahawk International Corporation to Pittencreieff America, Inc.

PERMIT STREAMLINING ACT DEADLINE:

N/A

RECOMMENDED ACTION:

IT IS RECOMMENDED THAT THE COMMISSION:

CEQA FINDING:

FIND THAT THE ACTIVITY IS EXEMPT FROM THE REQUIREMENTS OF THE CEQA PURSUANT TO TITLE 14, CALIFORNIA CODE OF REGULATIONS, SECTION 15061 BECAUSE THE ACTIVITY IS NOT A PROJECT AS DEFINED BY PUBLIC RESOURCES CODE SECTION 21065 AND TITLE 14, CALIFORNIA CODE OF REGULATIONS, SECTION 15378.

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CALENDAR ITEM NO. **C128** (CONT'D)

AUTHORIZATION:

CONSENT TO THE ASSIGNMENT OF 25 PERCENT INTEREST IN OIL AND GAS LEASE NO. PRC 145.1 FROM PITTENCREIEFF AMERICA, INC. TO WINDSOR ENERGY US CORPORATION, WITH THE ASSIGNEE TO BE BOUND BY ALL THE TERMS AND CONDITIONS OF THE LEASE.

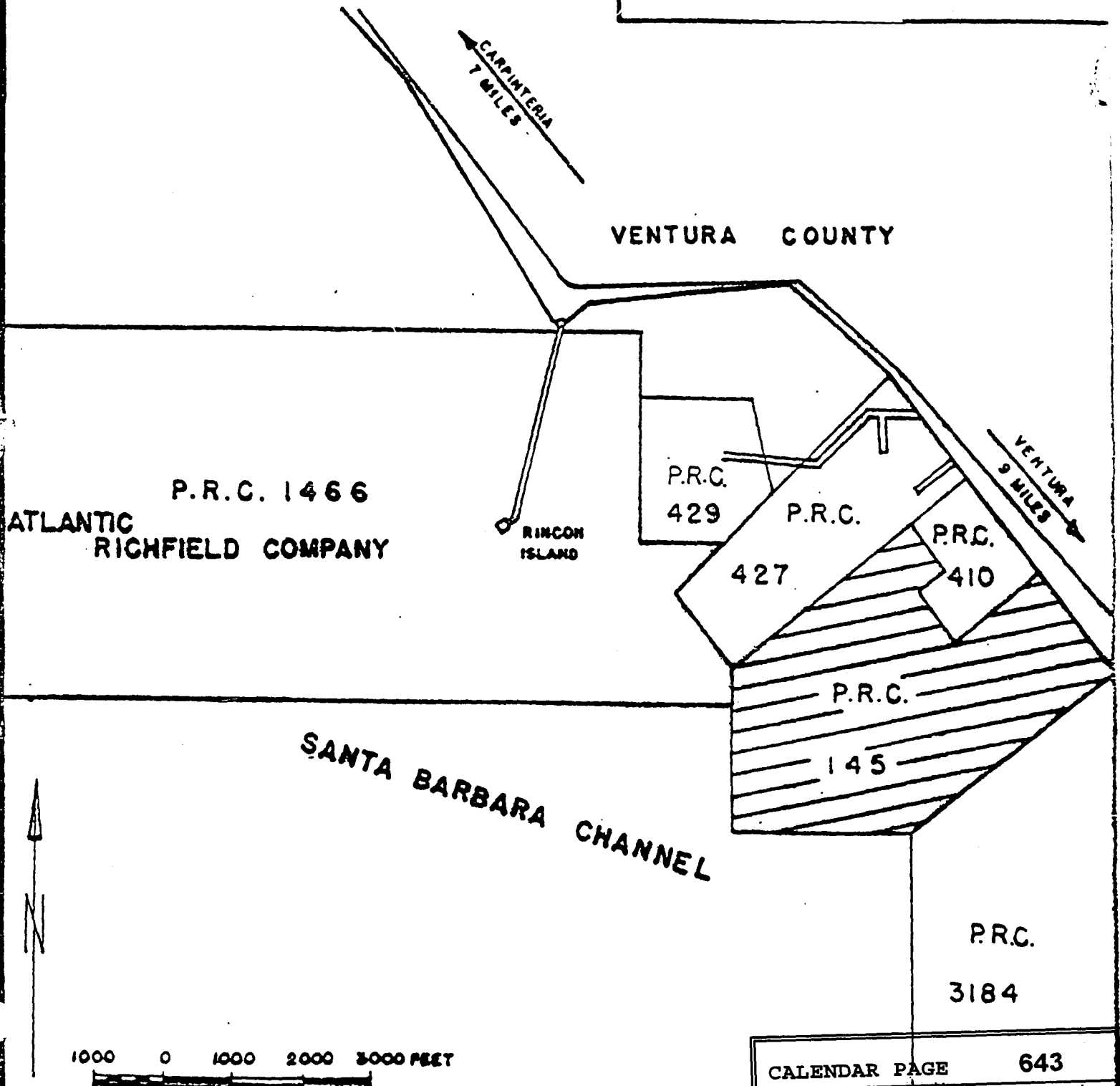
AUTHORIZE THE EXECUTIVE OFFICER OR HIS DESIGNEE TO EXECUTE ALL DOCUMENTS TO EFFECT THIS ASSIGNMENT.

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EXHIBIT "A"

STATE LANDS COMMISSION

PRC 145.1



P.R.C. 1466
ATLANTIC RICHFIELD COMPANY

VENTURA COUNTY

RINCON ISLAND

SANTA BARBARA CHANNEL

P.R.C. 429

P.R.C. 427

P.R.C. 410

P.R.C. 145

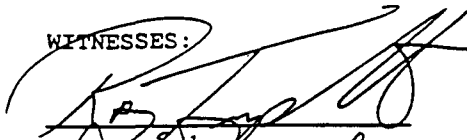
P.R.C. 3184

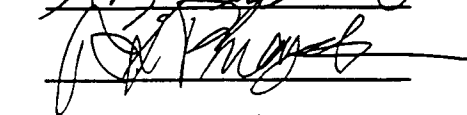
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IN WITNESS WHEREOF, this Assignment is executed this 15th
day of November, 1989, to be effective as of 7:00 a.m.,
July 1, 1989 ("Effective Date").


WITNESSES:





ASSIGNOR:

SEAHAWK OIL INTERNATIONAL, INC.


By 

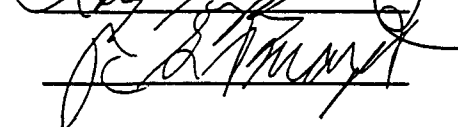
President

ATTEST:



Assistant Secretary





ASSIGNEE:

PITTENCRIEFF AMERICA, INC.

By 

President

ATTEST:



Secretary

DOCUMENT PREPARED BY:
W. Stephen Swayze
Kilgore & Kilgore
700 McKinney Place
3131 McKinney Ave., LB-103
Dallas, Texas 75204-2471

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ACKNOWLEDGMENTS

(CALIFORNIA)

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

On this 15 day of November, in the year 1989, before me, a Notary Public of said State, duly commissioned and sworn, personally appeared ROBERT S. FRIEDENBERG, personally known to me to be the President of SEAHAWK OIL INTERNATIONAL, INC., the corporation that executed the within instrument, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Linda L. Gentry

Notary Public

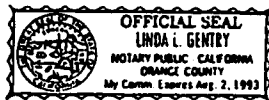
[Type or Print Name]

My commission expires: _____.

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

On this 15 day of November, in the year 1989, before me, a Notary Public of said State, duly commissioned and sworn, personally appeared ROBERT J. WOLSEY, personally known to me to be the President of PITTENCRIEFF AMERICA, INC., the corporation that executed the within instrument, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Linda L. Gentry

Notary Public

[Type or Print Name]

My commission expires: _____.

EXHIBIT A to Assignment of Interests in Oil and Gas Leases from Seahawk Oil International, Inc. to Pittencrieff America, Inc. effective as of July 1, 1989.

OIL AND GAS PROPERTIES

RINCON FIELD, VENTURA COUNTY, CALIFORNIA

An undivided 25% interest in the oil and gas lease dated July 3, 1944 issued by the State of California as Lessor, to Beloil Corporation, Ltd. et al, as Lessees, bearing Serial Number 145 PRC, as amended by instruments dated August 19, 1949, and April 16, 1964, covering the following described land situated in Ventura County, California, but only as to those depths below 5,500 feet measured vertically from the surface:

Beginning at a point on the ordinary high water mark of the Pacific Ocean at the most easterly corner of State Oil and Gas Lease No. 52 in the Rincon Oil Field which point bears South 89 degrees 48 minutes thirty seconds West 4225.20 feet and South 38 degrees 44 minutes East 1146.10 feet from the corner common to Sections 8, 9, 16 and 17, Township 3 North, Range 24 West, S.B.M., thence South 51 degrees 16 minutes West 1548.65 feet to a point, thence North 38 degrees 44 minutes West 843.83 feet to a point, thence North 51 degrees 16 minutes East 516.22 feet to a point, thence North 38 degrees 44 minutes West 843.83 feet to a point on the southeasterly boundary of Lease No. 48, thence along said southeasterly boundary of Lease No. 48 South 51 degrees 16 minutes West 3297.27 feet to the southeasterly corner of said Lease No. 48 thence South 2300 feet to a point; thence East 2445.47 feet to a point, thence North 51 degrees 16 minutes East 3797.05 feet to the ordinary high water mark of the Pacific Ocean, thence meandering along the ordinary high water mark of the Pacific Ocean North 35 degrees 37 minutes West 303.75 feet, North 39 degrees 40 minutes 30 seconds West 669.88 feet, thence North 33 degrees 41 minutes 30 seconds West 666.11 feet to point of beginning, and containing approximately 326 acres;

subject to the following:

(a) A proportionate part of the royalty payable to the lessor of 16 2/3% on oil (minimum) and 20% on gas;

(b) Operating Agreement dated September 1, 1944 between Beloil Corporation, Ltd. and Lido Petroleum Company et al., as modified and amended by instrument dated November 1, 1945, by letter agreement December 27, 1949 and by Supplemental Agreement dated March 15, 1955;

(c) The terms and provisions of Sublease dated December 17, 1953 from Beloil Corporation, Ltd. to Fred Goodstein, recorded in Book 1183, Page 301, Official Records of Ventura County, California, as amended by letter agreement dated March 9, 1964, including the full burden of a 50% net profits interest reserved in said Sublease;

(d) Agreement dated October 24, 1944 between Ridgefield Oil Corporation and Beloil Corporation Ltd. et al., as supplemented and amended by Agreement dated October 2, 1945 between Ridgefield Oil Corporation and Beloil Corporation, Ltd. et al.;

(e) The terms and provisions of a Surface Lease dated November 21, 1944 from Grace Hobson Smith

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et al., as Lessors, to Beloil Corporation, Ltd. et al., as amended by Amendment to Surface Lease dated October 1, 1945 and by letter agreement dated October 3, 1945, including a proportionate part of the rental reserved in said Surface Lease of 5% of all oil, gas and other hydrocarbons produced, saved and marketed from the above described lands through wells having the surface location on the leased premises described in said Surface Lease, as amended;

(f) Oil purchase agreement dated October 13, 1944 between Beloil Corporation, Ltd. et al. and Richfield Oil Corporation;

(g) Oil purchase agreement dated March 21, 1950 between Fullerton Oil Company and Union Oil Company of California; and

(h) Natural Gas Contract dated April 1, 1945 between Beloil Corporation, Ltd. et al. and Coline Gasoline Corporation and letter commitment dated May 23, 1945 between Fullerton Oil Company and Richfield Oil Corporation.

Working Interest:	.250000
Net Revenue Interest:	.195833* (Oil)
	.187500* (Gas)

* Before taking into account the net profits royalty described in (c) above and based upon a royalty of 16 2/3% on oil.

CALIFORNIA DOCUMENTARY TRANSFER TAX

STATEMENT

The amount of California Documentary Transfer Tax due is \$46.75 computed on the full value of the property conveyed.

PITTENCRIEFF AMERICA, INC.

By Stephen Swayze
W. Stephen Swayze, Agent

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