

**When Recorded Mail To:**

BP America Inc.  
Corporate R.E. Legal  
501 Westlake Park Blvd.,  
Houston, TX 77079  
Attn: Mary Heinitz, paralegal

**Mail Tax Bills To:**

BP America Inc.  
P.O. Box 941709  
Houston, TX 77094-9935

RPTT: ~~\$~~ 5,920.20

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**GRANT, BARGAIN, AND SALE DEED**

FOR GOOD AND VALUABLE CONSIDERATION OF TEN DOLLARS (\$10.00), and other good and valuable consideration, cash in hand paid, the receipt and sufficiency of which are hereby acknowledged, DIAMOND X RANCH LLC, a Nevada limited liability company ("Grantor"), does hereby grant, bargain, sell and convey unto ATLANTIC RICHFIELD COMPANY, a Delaware corporation ("Grantee"), all right, title and interest in and to: that real property situate in the County of Douglas, State of Nevada, and more particularly described on Exhibit A attached hereto and incorporated herein by reference (the "Real Property"); and all of Grantor's right, title and interest, if any, in and to water rights, ditches and ditch rights, ponds and pond rights, reservoirs and water storage rights, water pipelines (above or below ground), water permits and well permits, underground water (whether tributary or nontributary), certificates, claims, proofs of appropriation, water contracts or agreements, statements of use, and all other rights of Grantor in and to the use of water of any kind or nature, which are located on or under, were historically used in connection with, or are otherwise appurtenant to the Real Property, including the water rights described on Exhibit B attached hereto and incorporated by this reference as though fully set forth herein (collectively, the "Water Rights").

TO HAVE AND TO HOLD TOGETHER with all tenements, hereditaments, fixtures and appurtenances thereunto belonging or in anywise appertaining and any reversions, remainders, rents, issues or profits thereof;

First American Title Insurance  
National Commercial Services  
NCS- 933706 CO

GRANTOR warrants to Grantee: (a) that previous to the time of execution hereof, Grantor has not conveyed the Real Property, the Water Rights, or any right, title or interest in either to any person or entity; and (b) the Real Property and Water Rights are, as of the date hereof, free from encumbrances done, made or suffered by the Grantor or any person claiming under the Grantor, subject only to: (i) all non-delinquent general and special taxes; (ii) all matters of record, including without limitation, all covenants, conditions, restrictions, rights of way, easements, and reservations of record as of the date hereof; (iii) all building and zoning ordinances, laws, regulations and restrictions by municipal or other governmental authority; (iv) all matters which would be disclosed by a survey or inspection of the property; and (v) all matters of which Grantee has actual notice.

(Signature Page Follows)

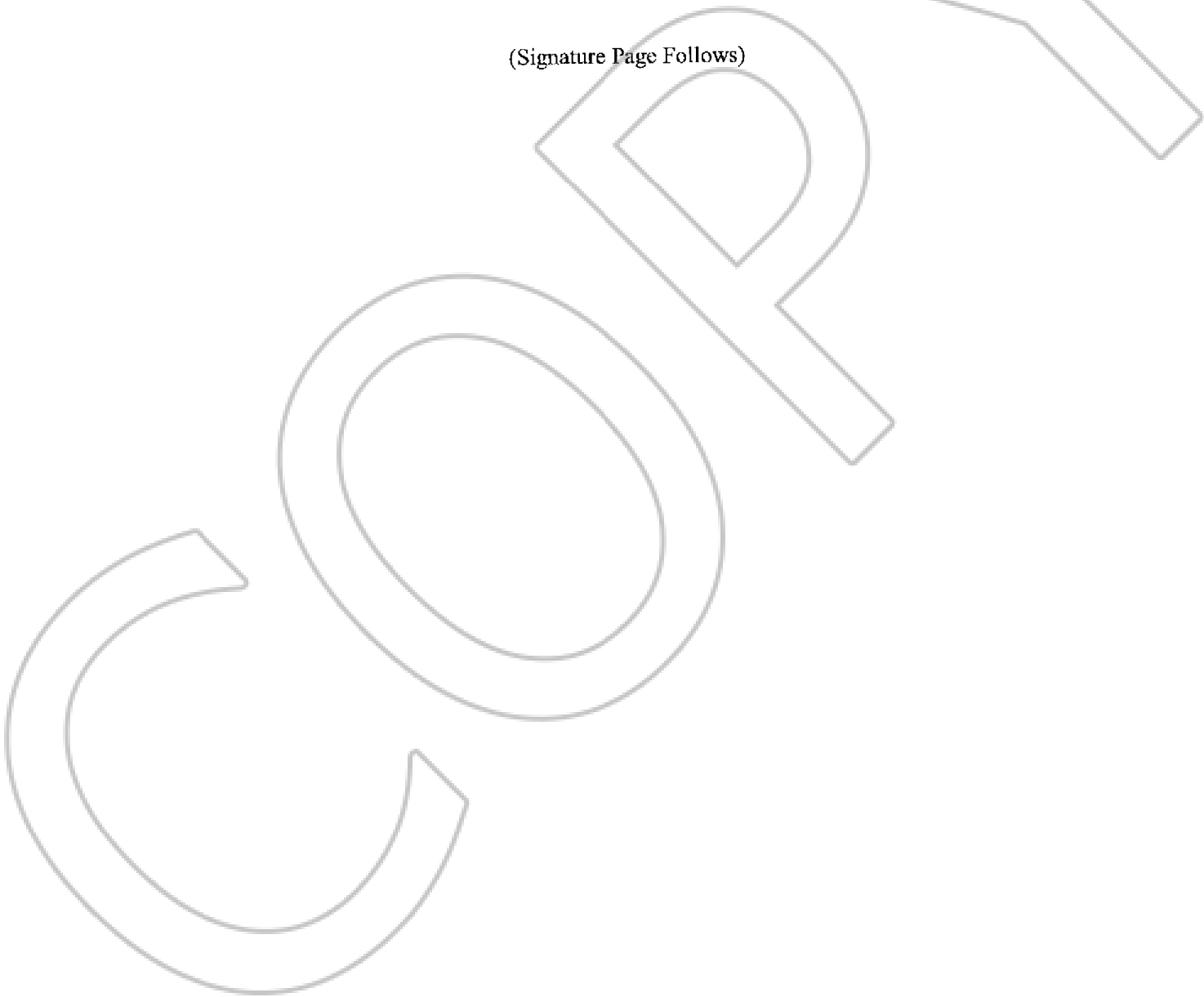






Exhibit A to Grant, Bargain and Sale Deed

Legal Description of Real Property

PARCEL 1:

THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13, TOWNSHIP 11 NORTH, RANGE 20 EAST, M.D.M.

PARCEL 2:

THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 14, TOWNSHIP 11 NORTH, RANGE 20 EAST, M.D.M.

PARCEL 3:

THE EAST HALF OF SECTION 23, TOWNSHIP 11 NORTH, RANGE 20 EAST, M.D.M.

PARCEL 4:

THE WEST HALF OF THE SOUTHWEST QUARTER OF SECTION 24, TOWNSHIP 11 NORTH, RANGE 20 EAST, M.D.M.

PARCEL 5:

THE WEST HALF OF THE NORTHWEST QUARTER AND LOT 4 IN SECTION 25, TOWNSHIP 11 NORTH, RANGE 20 EAST, M.D.M. ALSO KNOWN AS TRACT 53 IN SECTION 25, TOWNSHIP 11 NORTH, RANGE 20 EAST, M.D.M.

PARCEL 6:

LOT 10 OF SECTION 26, TOWNSHIP 11 NORTH, RANGE 20 EAST M.D.M. ALSO KNOWN AS TRACT 52 IN SECTION 26, TOWNSHIP 11 NORTH, RANGE 20 EAST M.D.M.

PARCEL 7:

This item has been intentionally deleted.

PARCEL 8:

THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 11 NORTH, RANGE 21 EAST, M.D.M.

PARCEL 9:

THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 20, TOWNSHIP 11 NORTH, RANGE 21 EAST, M.D.M.

PARCEL 10:

THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 30, AND THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 11 NORTH, RANGE 21 EAST M.D.M.

PARCEL 11:

THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 11 NORTH, RANGE 21 EAST, M.D.M.

PARCEL 12:

THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER AND LOT 6 OF SECTION 31, TOWNSHIP 11 NORTH, RANGE 21 EAST, M.D.M.

PARCEL 13:

This item has been intentionally deleted.

PARCEL 14:

This item has been intentionally deleted.

EXCEPTIN FROM SAID PARCELS, ANY PORTIONS LYING WITHIN US HIGHWAY 95.

EXCEPTING FROM SAID PARCELS, ANY PORTION THEREOF LYING WITHIN THE STATE OF CALIFORNIA.

FURTHER EXCEPTING FROM SAID PARCELS, ANY PORTION OF SAID LANDS LYING BELOW THE NATURAL ORDINARY HIGH-WATER LINE OF THE EAST FORK OF THE CARSON RIVER.

APNs: 1120-13-000-003, 1120-13-000-004, 1120-14-000-008, 1120-14-000-009, 1120-23-000-012, 1120-23-000-013, 1120-23-000-014, 1120-23-000-015, 1120-23-000-016, 1120-23-000-017, 1120-23-000-018, 1120-24-000-006, 1120-24-000-010, 1120-25-000-006, 1120-25-000-007, 1120-26-000-006, 1121-00-002-003, 1121-00-002-009, 1121-00-002-072, 1121-00-002-073, 1121-00-002-085

Exhibit B to Grant, Bargain and Sale Deed

Water Rights

All right, title and interest in and to the following water rights which are on file in the Office of the Federal Water Master (Carson River) in Reno, Nevada, more particularly described as follows:

All of Claim Nos. 31, 32, 33, 34, 35, 36, 37, 38 and 39 heretofore adjudicated in that certain action entitled The United States of America, Plaintiff, vs. The Alpine Land and Reservoir Company, Defendants, the same in Civil Docket D-183 in the District Court of the United States in and for the District of Nevada, also known as the Alpine Decree.

Together with all singular, the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

**STATE OF NEVADA  
DECLARATION OF VALUE FORM**

1. Assessor Parcel Number(s)  
 a) See Schedule 1 attached  
 b) \_\_\_\_\_  
 c) \_\_\_\_\_  
 d) \_\_\_\_\_

2. Type of Property:  
 a)  Vacant Land      b)  Single Fam. Res.  
 c)  Condo/Twnhse    d)  2-4 Plex  
 e)  Apt. Bldg          f)  Comm'/Ind'l  
 g)  Agricultural      h)  Mobile Home  
 Other \_\_\_\_\_

FOR RECORDER'S OPTIONAL USE ONLY	
Book: _____	Page: _____
Date of Recording: _____	
Notes: _____	

3. Total Value/Sales Price of Property \$ 1,517,600.00  
 Deed in Lieu of Foreclosure Only (value of property) ( \_\_\_\_\_ )  
 Transfer Tax Value: \$ 1,517,600.00  
 Real Property Transfer Tax Due \$ 5,920.20

4. **If Exemption Claimed:**  
 a. Transfer Tax Exemption per NRS 375.090, Section N/A  
 b. Explain Reason for Exemption: \_\_\_\_\_

5. Partial Interest: Percentage being transferred: N/A %  
 The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature See Attached Capacity \_\_\_\_\_  
 Signature See Attached Capacity \_\_\_\_\_

**SELLER (GRANTOR) INFORMATION**  
**(REQUIRED)**  
 Print Name: Diamond X Ranch LLC  
 Address: 1300 Buckeye Rd.  
 City: Minden  
 State: NV Zip: 89423

**BUYER (GRANTEE) INFORMATION**  
**(REQUIRED)**  
 Print Name: Atlantic Richfield Company  
 Address: 201 Helios Johnson  
 City: Houston  
 State: TX Zip: 77079

**COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)**  
 Print Name: First American Title Escrow #: 933706-1  
 Address: 1125 17th Street, Suite 500  
 City: Denver State: CO Zip: 80202



Signature

*By* David W. Park

Capacity Agent for Seller (Grantor)

Signature \_\_\_\_\_

Capacity Agent for Buyer (Grantee)

COPY

Signature \_\_\_\_\_

Capacity \_\_\_\_\_

Signature Patricia Gallery

Capacity Agent for Buyer (Grantee)

COPY

**SCHEDULE 1  
TO  
STATE OF NEVADA DECLARATION OF VALUE FORM**

1. Assessor Parcel Number(s)

- a. 1120-13-000-003
- b. 1120-13-000-004
- c. 1120-14-000-008
- d. 1120-14-000-009
- e. 1120-23-000-012
- f. 1120-23-000-013
- g. 1120-23-000-014
- h. 1120-23-000-015
- i. 1120-23-000-016
- j. 1120-23-000-017
- k. 1120-23-000-018
- l. 1120-24-000-006
- m. 1120-24-000-010
- n. 1120-25-000-006
- o. 1120-25-000-007
- p. 1120-26-000-006
- q. 1121-00-002-003
- r. 1121-00-002-009
- s. 1121-00-002-072
- t. 1121-00-002-073
- u. 1121-00-002-085