



COURT FILE NUMBER

1501-13786

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

IN THE MATTER OF AN APPLICATION UNDER
SUBSECTION 243(1) OF THE *BANKRUPTCY AND
INSOLVENCY ACT*, RSC 1985, C B3 AS AMENDED

APPLICANT

**NATIONAL BANK OF CANADA, IN ITS
CAPACITY AS ADMINISTRATIVE AGENT
UNDER THAT CERTAIN AMENDED AND
RESTATE D CREDIT AGREEMENT DATED
JUNE 30, 2015, AS AMENDED**

RESPONDENT(S)

**SPYGLASS RESOURCES CORP., 1196823
ALBERTA LTD., 1288916 ALBERTA LTD.,
1398850 ALBERTA LTD., 15836621 ALBERTA
LTD., 1636527 ALBERTA LTD., AVENEX
ENERGY PARTNERSHIP, AVENEX REAL
ESTATE ACQUISITION CORP.,
WESTBROOK MARKETING LIMITED
PARTNERSHIP (formerly ELBOW RIVER
MARKETING LIMITED PARTNERSHIP)
1159002 ALBERTA LTD., (formerly ELBOW
RIVER MARKETING CORP.), MEOTA 2000
PARTNERSHIP, PACE OIL & GAS
PARTNERSHIP, PACE OIL RESOURCES
LTD. AND SEAVIEW ENERGY
PARTNERSHIP**

I hereby certify this to be a true copy of
the original Order.

Dated this 1 day of Feb/16.

[Signature]
for Clerk of the Court

DOCUMENT

APPROVAL & VESTING ORDER

ADDRESS FOR SERVICE AND

CONTACT INFORMATION OF

PARTY FILING THIS

DOCUMENT

Josef G.A. Krüger, Q.C./Robyn Gurofsky
Borden Ladner Gervais LLP
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File No. 413255-000044

DATE ON WHICH ORDER WAS PRONOUNCED: February 1, 2016

NAME OF JUSTICE WHO MADE THE ORDER: The Honourable Justice A.D. Macleod

LOCATION OF HEARING: Calgary, Alberta

UPON the application of Ernst & Young Inc., in its capacity as the court-appointed receiver and manager (the “**Receiver**”) of Spyglass Resources Corp. (the “**Borrower**”), 1196823 Alberta Ltd., 1288916 Alberta Ltd., 1398850 Alberta Ltd., 1583662 Alberta Ltd., 1636527 Alberta Ltd., AvenEx Energy Partnership, AvenEx Real Estate Acquisition Corp., Westbrook Marketing Limited Partnership (formerly Elbow River Marketing Limited Partnership), 1159002 Alberta Ltd. (formerly Elbow River Marketing Corp.), Meota 2000 Partnership, Pace Oil & Gas Partnership, Pace Oil Resources Ltd., and Seaview Energy Partnership (collectively with the Borrower, the “**Debtors**”) for an Order approving the sale transaction contemplated by the Asset Purchase and Sale Agreement (the “**APA**”) between the Receiver as vendor (the “**Vendor**”) on behalf of the Borrower, and New North Resources Ltd. (the “**Purchaser**”), made as of January 25, 2016 and appended to the Second Report of the Receiver dated January 25, 2016 (the “**Second Report**”); **AND UPON** having read the Application, the Second Report, the Confidential Supplement to the Second Report dated January 25, 2016 (the “**Confidential Report**”), the Affidavit of Service of Stella Kim dated February 1, 2016 (the “**Service Affidavit**”), and the pleadings and proceedings filed herein, including the Receivership Order granted on November 26, 2015, as amended (the “**Receivership Order**”); **AND UPON** hearing counsel for the Receiver, the Purchaser, National Bank of Canada in its capacity as Administrative Agent for and on behalf of a group of lenders under an Amended and Restated Credit Agreement dated June 30, 2015 (the “**Lender**”), and any other interested party appearing at the Application;

IT IS HEREBY ORDERED AND DECLARED THAT:

Service

1. The time for service of notice of this application is abridged to the time actually given and service of the Application and supporting material as described in the Service Affidavit is hereby declared to be good and sufficient, and this hearing is properly returnable before this Honourable Court today and further service thereof is hereby dispensed with.

Capitalized Terms

2. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the APA.

Actions of the Receiver

3. The actions taken by the Receiver to date, and in particular the actions of the Receiver regarding the sale of the Assets, as reported in the Second Report, and the Confidential Report, are hereby approved and ratified.

Approval of the APA and the Transaction

4. The Transaction and the APA are commercially reasonable and in the best interests of the Borrower, the Debtors and their stakeholders. The Transaction is hereby approved and the execution of the APA by the Receiver is hereby authorized and approved, and the Receiver is authorized and directed to take such additional steps and execute such additional documents and make such minor amendments to the APA as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Assets to the Purchaser.

Vesting of Property

5. Upon the delivery of a Receiver's Certificate to the Purchaser (or its nominee), substantially in the form attached as Schedule "A" hereto (the "**Receiver's Certificate**"), subject only to approval of the transfer of applicable licenses, permits and approvals by the appropriate government authorities pursuant to the legislation, all of the Borrower's right, title and interest in and to the Assets as described in the APA including those listed on Schedule "B" hereto shall vest absolutely in the Purchaser (or its nominee), as contemplated by the APA, free and clear of and from any and all security interests (whether contractual, statutory, registered or otherwise), hypothecs, caveats, interests, mortgages, trusts or deemed trusts (whether contractual, statutory, registered or otherwise), liens, encumbrances, executions, levies, charges, or other financial or monetary claims, assignments, actions, taxes, judgments, writs of execution, options, agreements, disputes, debts, debentures, easements, covenants, encumbrances or other rights, limitations or restrictions of any nature whatsoever including, without limitation, any rights or interests of any creditors of the Debtor, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured, registered or otherwise and whether by payment, set off or

otherwise, whether liquidated, unliquidated or contingent (collectively, the "**Claims**") including, without limiting the generality of the foregoing:

- a) any encumbrances or charges created by the Receivership Order;
- b) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Alberta), (the "**PPSA**") or any other personal property registry system; and
- c) those Claims listed on Part A - Schedule "C" hereto (all of which are collectively referred to as the "**Encumbrances**"), which term shall not include the permitted encumbrances, caveats, interests, easements and restrictive covenants listed on Part B - Schedule "C" (the "**Permitted Encumbrances**");

and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Assets and all charges, security interests or Claims evidenced by registrations pursuant to the PPSA, are hereby expunged, ordered removed and otherwise unconditionally discharged and terminated as against the Assets.

- 6. The Receiver is hereby authorized and directed to take all necessary steps and execute any and all documents to effect any and all discharges and the registrars and all other persons in control or otherwise supervising such offices of registration or recording shall forthwith remove and discharge all such registrations.
- 7. No further authorization or approval or any other action by any authority or regulatory body exercising jurisdiction over the Assets shall be required for the closing and post-closing implementation of the Transactions contemplated in the APA.
- 8. For further certainty, upon delivery of the Receiver's Certificate, and upon the filing of a certified copy of this Order, together with any applicable registration fees, the appropriate government authorities are hereby directed to register such transfers, interest authorizations, discharges, discharge statements of conveyances, as may be required to convey clear title to the assets to the Purchaser subject only to the Permitted Encumbrances. Without limiting the foregoing, the Registrar of Land Titles of Alberta (the "**Registrar**") is hereby authorized, requested and directed to cancel any existing Certificates of Title to be presented to the Registrar, and to issue new Certificates of Title in the name of the Purchaser (or its nominee) as directed by the Vendor, and

to register such transfers, discharges, discharge statements of conveyances, as may be required to convey clear title to the Purchaser (or its nominee), which Certificates of Title shall be subject only to those encumbrances (the “**Permitted Encumbrances**”) listed on Part B – Schedule “C” hereto.

9. This Order shall be registered by the Registrar notwithstanding the requirements of section 191(1) of the *Land Titles Act*, RSA 2000, c L-7 and notwithstanding that the appeal period in respect of this Order has not elapsed, which appeal period is expressly waived.
10. For the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Assets (to be held in an interest bearing trust account by the Receiver) shall stand in the place and stead of the Assets and from and after the delivery of the Receiver’s Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Assets with the same priority as they had with respect to the Assets immediately prior to the sale, as if the Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.
11. Except as provided for in the APA, the Purchaser (or its nominee) shall, by virtue of the completion of the Transaction, have no liability of any kind whatsoever in respect of any Claims against the Vendor, the Borrower, the Debtor or any Affiliate of the Vendor, the Borrower or the Debtor, and the Purchaser (or its nominee) shall not be deemed a successor of or to the Borrower, the Debtor or any of its Affiliates for any Claims of any kind or nature whatsoever against the Debtor or any of its Affiliates or in the Assets.
10. Upon completion of the Transaction, the Borrower, the Debtor and all persons who claim by, through or under the Borrower and the Debtor in respect of the Assets, and all persons or entities having any Claims of any kind whatsoever in respect of the Assets, save and except for the persons entitled to the benefit of the Permitted Encumbrances, shall stand absolutely and forever barred, estopped and foreclosed from and permanently enjoined from pursuing, asserting or claiming any and all right, title, estate, interest, royalty, rental, equity of redemption or Claim in respect of or to the Assets, and to the extent that any such persons or entities remain in the possession or control of any of the Assets, or any artifacts, certificates, instruments or other indicia of title representing or evidencing any right, title, estate or interest in and to the Assets, they shall forthwith deliver possession thereof to the Purchaser (or its nominee).

11. The Purchaser (or its nominee) shall be entitled to enter into and upon, hold and enjoy the Assets for its own use and benefit, without any interference of or by the Borrower or Debtor or any person claiming by, through or against the Borrower or the Debtor.
12. Immediately after the closing of the Transaction, the holders of the Permitted Encumbrances shall have no claim whatsoever against the Vendor, the Borrower or the Debtor.
13. The Receiver is directed to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof to the Purchaser (or its nominee).
14. Pursuant to clause 7(3)(c) of the *Personal Information Protection and Electronic Documents Act* (Canada) and section 20(e) of the *Alberta Personal Information Protection Act*, the Receiver is authorized and permitted to disclose and transfer to the Purchaser (or its nominee) all human resources and payroll information in the Debtor's records pertaining to the Debtor's past and current employees. The Purchaser (or its nominee) shall maintain and protect the privacy of such information and shall be entitled to use the personal information provided to it in a manner which is in all material respects identical to the prior use of such information by the Vendor.

Sealing Order

15. The Confidential Report shall immediately be sealed by the Clerk of the Court, kept confidential and not form part of the public record, and not be available for public inspection unless and until otherwise ordered by this Court, upon seven days' notice to all interested parties. The Confidential Report shall be sealed and filed in an envelope containing the following endorsement thereon:

THIS ENVELOPE CONTAINS THE CONFIDENTIAL SUPPLEMENT TO
THE RECEIVER'S SECOND REPORT DATED JANUARY 25TH, 2016,
WHICH SHALL BE SEALED FOR A PERIOD OF THREE (3) MONTHS
PURSUANT TO AN ORDER ISSUED BY THE HONOURABLE JUSTICE
MACLEOD DATED FEBRUARY 1ST, 2016, AND IS NOT TO BE PLACED
ON THE PUBLIC RECORD OR MADE PUBLICALLY ACCESSIBLE.

Miscellaneous Matters

16. Notwithstanding:

- a) the pendency of these proceedings and the declaration of insolvency made herein;
- b) the pendency of any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “BIA”), in respect of the Debtor, and any bankruptcy order issued pursuant to any such applications;
- c) any assignment in bankruptcy made in respect of the Debtor; and
- d) the provisions of any federal or provincial statute:

the vesting of the Assets in the Purchaser (or its nominee) pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect the Borrower or the Debtor and shall not be void or voidable by creditors of the Borrower or the Debtor, nor shall it constitute nor be deemed to be a transfer at undervalue, fraudulent preference, assignment, fraudulent conveyance or other reviewable transaction under the BIA or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

- 17. The Receiver, the Purchaser (or its nominee) and any other interested party shall be at liberty to apply for further advice, assistance and direction as may be necessary in order to give full force and effect to the terms of this Order and to assist and aid the parties in closing the Transaction.
- 18. This Honourable Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in any of its provinces or territories to act in aid of and to be complimentary to this Court in carrying out the terms of this Order, to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such order and to provide such assistance to the Receiver, as an officer of the Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.
- 19. Service of this Order shall be deemed good and sufficient by serving the same on:
 - a. the persons listed on the service list created in these proceedings;
 - b. the Purchaser or on the Purchaser’s solicitors; and
 - c. by posting a copy of this Order on the Receiver’s website at:
<http://www.ey.com/ca/spyglassresources>;

and service on any other Person is hereby dispensed with.

"A.D. Macleod"

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "A" FORM OF RECEIVER'S CERTIFICATE

SCHEDULE "B" PURCHASED ASSETS

SCHEDULE "C" ENCUMBRANCES AND CLAIMS

Part A Non-Permitted Encumbrances

Part B Permitted Encumbrances

SCHEDULE "A"

FORM OF RECEIVER'S CERTIFICATE PURSUANT TO PARAGRAPH 5 OF THIS VESTING ORDER

COURT FILE NUMBER **1501-13786**

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF AN APPLICATION UNDER
SUBSECTION 243(1) OF THE *BANKRUPTCY AND*
INSOLVENCY ACT, RSC 1985, C B3 AS AMENDED

APPLICANT **NATIONAL BANK OF CANADA, IN ITS
CAPACITY AS ADMINISTRATIVE AGENT
UNDER THAT CERTAIN AMENDED AND
RESTATEED CREDIT AGREEMENT DATED
JUNE 30, 2015, AS AMENDED**

RESPONDENT(S) **SPYGLASS RESOURCES CORP., 1196823
ALBERTA LTD., 1288916 ALBERTA LTD.,
1398850 ALBERTA LTD., 15836621 ALBERTA
LTD., 1636527 ALBERTA LTD., AVENEX
ENERGY PARTNERSHIP, AVENEX REAL
ESTATE ACQUISITION CORP.,
WESTBROOK MARKETING LIMITED
PARTNERSHIP (formerly ELBOW RIVER
MARKETING LIMITED PARTNERSHIP)
1159002 ALBERTA LTD., (formerly ELBOW
RIVER MARKETING CORP.), MEOTA 2000
PARTNERSHIP, PACE OIL & GAS
PARTNERSHIP, PACE OIL RESOURCES
LTD. AND SEAVIEW ENERGY
PARTNERSHIP**

DOCUMENT **RECEIVER'S CERTIFICATE**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Josef G.A. Krüger, Q.C./Robyn Gurofsky
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File No. 422442-000031

RECITALS:

- A. Pursuant to an Order of the Honourable Justice G.C. Hawco of the Court of Queen's Bench of Alberta (the "**Court**") dated November 26, 2015, Ernst and Young Inc. was appointed as the receiver and manager (the "**Receiver**") of the undertaking and property of among others, Spyglass Resources Corp ("**Spyglass**").
- B. Pursuant to an Order of the Court dated February 1st, 2016, the Court approved the agreement of purchase and sale (the "**Sale Agreement**") made between the Receiver and New North Resources Ltd. (the "**Purchaser**") and provided for the vesting in the Purchaser of Spyglass' right, title and interest in and to the Assets as defined in the Sale Agreement, which vesting is to be effective upon the delivery by the Receiver to the Purchaser of a certificate confirming:
- (i) the payment by the Purchaser of the Purchase Price for the Assets; and
 - (ii) the transaction contemplated pursuant to the Sale Agreement has been completed to the satisfaction of the Receiver.
- C. Unless otherwise indicated herein, capitalized terms not otherwise defined have the meaning attributed to them in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid and the Receiver has received the Purchase Price for the Assets, payable at the Closing pursuant to the Sale Agreement;
2. Any conditions to Closing as set out in the Sale Agreement have been satisfied or waived by the Receiver and/or the Purchaser where applicable; and

3. The transaction contemplated by the Sale Agreement has been completed.

This Certificate was delivered by the Receiver at Calgary, Alberta on February ___, 2016.

ERNST AND YOUNG INC., in its capacity as
court appointed receiver of the assets and
undertaking of SPYGLASS RESOURCES CORP.
and not in its personal capacity.

Per: _____
Neil Narfason
Partner, Senior Vice President

SCHEDULE "B"
PURCHASED ASSETS

THE FOLLOWING COMPRISES SCHEDULE "A" ATTACHED TO AND FORMING PART OF A PURCHASE AND SALE AGREEMENT DATED THE **25th** DAY OF **January**, 2016 BETWEEN ERNST & YOUNG INC., solely in its capacity as receiver and manager of SPYGLASS RESOURCES CORP., and not in its personal or corporate capacity, and **New North Resources Ltd.**

Lands and Petroleum and Natural Gas Rights

The following **53** pages comprise Schedule "A".

SPYGLASS RESOURCES CORP.

Mineral Property Report

DEER MOUNTAIN

Generated by CINDY MILLER on January 12, 2016 at 1:45:37 pm.

Selection

Select By Area:

DEER MOUNTAIN



CS*EXPLORER Version: 9.10.04

SPYGLASS RESOURCES CORP.

Mineral Property Report

Print Options

Acres / Hectares:	Acres		
Working Interest DOI:	Yes		
Other DOI:	Rental		
Related Contracts:	Yes	Related Units:	Yes
Royalty Information:	Yes	Expand:	Yes
Well Information:	Yes		
Remarks:	No		
Acreage:	Developed / Undeveloped		

Sort Options

Division:	Yes
Category:	No
Province:	No
Area:	No
Location:	Yes



CS*EXPLORER Version: 9.1004

Report Date: Jan 12, 2016
Page Number: 1
** REPORTED IN ACRES**

SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held
M012228	PNG	CR	Eff: Nov 05, 1974	640.000	C007179 C No	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: Nov 04, 1984	640.000	SPYGLASS RES	3.57340000	TWP 68 RGE 8 W5M SEC 16
ACTIVE	36896		Ext: 15	22.870	ASPENLEAF ENERG	96.20330000	PNG TO BASE BEAVERHILL_LAKE
	ASPENLEAF ENERG			1742411 AB		0.22330000	EXCL PNG IN SWAN_HILLS
100.00000000	ASPENLEAF ENERG	Count Acreage =	No				
				Total Rental:	0.00		
							Related Contracts
							C007179 C JOA Apr 01, 1997
							C008818 A P&S Oct 15, 2002 (I)
	Status		Acres	Net		Acres	Net
	UNDEVELOPED	Dev:	0.000	0.000	Undev:	640.000	22.870

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of
Roy Percent:				
Deduction:	STANDARD			
Gas: Royalty:				
S/S OIL: Min:	Max:	Min Pay:	Div:	Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: WI (C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000	
		ASPENLEAF ENERG	96.20330000	
		1742411 AB	0.22330000	

M012228	PNG	CR	Eff: Nov 05, 1974	640.000	UA4071 Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: Nov 04, 1984	640.000	SPYGLASS RES	4.00000000	3.57340000	TWP 68 RGE 8 W5M SEC 16
ACTIVE	36896		Ext: UNITIZED	25.600	1742426 ALBERTA	0.50000000		PNG IN SWAN_HILLS
	ASPENLEAF ENERG				ASPENLEAF ENERG	80.12420000	96.20327000	
100.00000000	ASPENLEAF ENERG				1742411 AB	0.25000000		Related Contracts

Report Date: Jan 12, 2016
Page Number: 2
** REPORTED IN ACRES**

SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012228
Sub: B

TAQA NORTH	15.12580000	C007179 D	JOA	Apr 01, 1997
1742411 AB	0.22333000	C008818 A	P&S	Oct 15, 2002 (I)
		UA4071	UNIT	Nov 01, 1984
Total Rental:	896.00	UA4071 25	UNIT	Nov 01, 1984

Status	Dev:	Acres	Net	Undev:	Acres	Net	Well U.W.I.	Status/Type
DEVELOPED		640.000	25.600		0.000	0.000	100/10-16-068-08-W5/00 INJECTION/WAT	

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of
Roy Percent:				
Deduction:	STANDARD			
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: UNIT TRAC(C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000	
		1742411 AB	0.22333000	
		ASPENLEAF ENERG	96.20327000	

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 25	Tract Number: 25		Tract Part#: 4.06800000

Report Date: Jan 12, 2016
Page Number: 3
** REPORTED IN ACRES**

SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)			Lease Description / Rights Held
M012229	PNG	CR	Eff: Apr 30, 1963	640.000	C007179 A No	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: Apr 29, 1973	640.000	SPYGLASS RES	3.57340000	TWP 68 RGE 8 W5M SEC 17
ACTIVE	1023		Ext: 15	22.870	1742426 ALBERTA	4.47740000	PNG TO BASE BEAVERHILL_LAKE
	SPYGLASS RES				ASPENLEAF ENERG	91.72590000	EXCL PNG IN SWAN_HILLS
100.00000000	ASPENLEAF ENERG	Count Acreage = No		1742411 AB		0.22330000	
				Total Rental:	0.00		
			Status	Acres	Net	Acres	Net
			UNDEVELOPED Dev:	0.000	0.000 Undev:	640.000	22.870

Related Contracts		
C007179 A	JOA	Apr 01, 1997
C007183 A	ROYALTY	Jun 25, 1974
C008818 A	P&S	Oct 15, 2002 (I)

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007183 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES
	Roy Percent: 2.00000000				
	Deduction: UNKNOWN				
	Gas: Royalty:	Min Pay:			Prod/Sales:
	S/S OIL: Min:	Max:	Dlv:		Prod/Sales:
	Other Percent:		Min:		Prod/Sales:
Paid to:	ROY TO (C)	Paid by:	ROY BY (C)		
BRUNSWICK HYDRO	100.00000000	1742426 ALBERTA	4.47740000		
		ASPENLEAF ENERG	91.72590000		
		SPYGLASS RES	3.57340000		
		1742411 AB	0.22330000		

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
LESSOR OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction:	STANDARD			

Report Date: Jan 12, 2016
Page Number: 4
** REPORTED IN ACRES**

SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Dot Partner(s)			Lease Description / Rights Held

(cont'd)

M012229	A	Gas: Royalty:		Min Pay:	Prod/Sales:
		S/S OIL: Min:	Max:	Div:	Prod/Sales:
		Other Percent:		Min:	Prod/Sales:
	Paid to: LESSOR (M)		Paid by: WI (C)		
	ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000	
			1742426 ALBERTA	4.47740000	
			ASPENLEAF ENERG	91.72590000	
			1742411 AB	0.22330000	

M012229	PNG	CR	Eff: Apr 30, 1963	640.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: Apr 29, 1973	640.000	SPYGLASS RES		4.00000000	3.57340000	TWP 68 RGE 8 W5M SEC 17
ACTIVE	1023		Ext: UNITIZED	25.600	1742426 ALBERTA		0.50000000	4.47740000	PNG IN SWAN_HILLS
					ASPENLEAF ENERG		80.12420000	91.72587000	
100.00000000		ASPENLEAF ENERG			1742411 AB		0.25000000	0.22330000	
					TAQA NORTH		15.12580000		
					Total Rental:	896.00			
									Related Contracts
									C007179 B JOA Apr 01, 1997
									C007183 A ROYALTY Jun 25, 1974
									C008818 A P&S Oct 15, 2002 (I)
									UA4071 UNIT Nov 01, 1984
									UA4071 24 UNIT Nov 01, 1984
									Well U.W.I. Status/Type
									100/10-17-068-08-W5/00 INJECTION/WAT
									100/02-17-068-08-W5/00 PUMPING/OIL

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007183 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES
	Roy Percent: 2.00000000				
	Deduction: UNKNOWN				

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Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012229	B	Gas: Royalty:		Min Pay:	Prod/Sales:
		S/S OIL: Min:	Max:	Div:	Prod/Sales:
		Other Percent:		Min:	Prod/Sales:
Paid to: ROY TO (C)					
BRUNSWICK HYDRO		100.00000000		Paid by: ROY BY (C)	
				1742426 ALBERTA	4.47740000
				ASPENLEAF ENERG	91.72590000
				SPYGLASS RES	3.57340000
				1742411 AB	0.22330000

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
LESSOR OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction: STANDARD				
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)				
ALBERTA DEPT.	100.00000000	Paid by: UNIT TRAC(C)		
		SPYGLASS RES	3.57340000	
		1742411 AB	0.22333000	
		ASPENLEAF ENERG	91.72587000	
		1742426 ALBERTA	4.47740000	

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012229	B	Related Units					
	Unit File No	Effective Date	Unit Name	Unit Operator			
	UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
	Sub: 24	Tract Number: 24		Tract Part%: 11.16720000			

M012225	PNG	CR	Eff: Apr 30, 1963	480.000	C007256 D Yes	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: Apr 29, 1973	480.000	SPYGLASS RES	13.00000000	TWP 68 RGE 8 W5M S19, NW19
ACTIVE	1024		Ext: 15	62.400	1742411 AB	0.81250000	PNG TO BASE BEAVERHILL_LAKE
	TAQA NORTH				TAQA NORTH	83.75000000	EXCL PNG IN SWAN_HILLS
100.00000000	SPYGLASS RES	Count Acreage = No			ASPENLEAF ENERG	2.43750000	
				Total Rental:	0.00		
				Status	Acres	Net	Acres
				UNDEVELOPED Dev:	0.000	0.000	Undev: 480.000
							Net 62.400

Related Contracts		
C007256 D	FARMOUT	Mar 02, 1973
C007284 A	ROYALTY	Feb 02, 1979
C008818 A	P&S	Oct 15, 2002 (l)

Royalty / Encumbrances					
<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007284 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	40.00000000 % of SALES
	Roy Percent: 2.73438000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:		Prod/Sales:	
	S/S OIL: Min:	Max:	Div:	Prod/Sales:	
	Other Percent:		Min:	Prod/Sales:	

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)			Lease Description / Rights Held

(cont'd)

M012225	A	Paid to: ROY TO (C)		Paid by: ROY BY (C)	
		MIAMI OIL	100.00000000	439 GP PARTNERS	12.50000000
				SPYGLASS RES	10.00000000
				ASPENLEAF ENERG	1.87500000
				TAQA NORTH LTD	75.00000000
				1201741 ALBERTA	0.62500000

GENERAL REMARKS - Jan 31, 2007

PAYOR ONLY REQUIRED TO DEAL WITH ONE ROYALTY OWNER IF MULTIPLE ASSIGNMENTS
TIK - OIL, CRUDE NAPHTHA & OTHER PETROLEUM SUBSTANCES EXCEPT GAS; 45 DAYS
WRITTEN NOTICE; 10 DAYS TANKAGE PROVIDED; DELIVER AT TANK OUTLETS FREE &
CLEAR OF CHARGES.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD

Roy Percent:

Deduction: STANDARD

Gas: Royalty:

S/S OIL: Min:

Other Percent:

Max:

Min Pay:

Div:

Min:

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: LESSOR (M)		Paid by: WI (C)	
ALBERTA DEPT.	100.00000000	SPYGLASS RES	13.00000000
		1742411 AB	0.81250000
		TAQA NORTH	83.75000000
		ASPENLEAF ENERG	2.43750000

M012225	PNG	CR	Eff: Apr 30, 1963	480.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper. Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012225							
Sub: B	WI	Exp: Apr 29, 1973	480.000	SPYGLASS RES	4.00000000	13.00000000	TWP 68 RGE 8 W5M S19,NW19
ACTIVE	1024	Ext: UNITIZED	19.200	1742426 ALBERTA	0.50000000		PNG IN SWAN_HILLS
	SPYGLASS RES			ASPENLEAF ENERG	80.12420000	2.43750000	
100.00000000	SPYGLASS RES			1742411 AB	0.25000000	0.81250000	
				TAQA NORTH	15.12580000		
				TAQA NORTH LTD		83.75000000	
				Total Rental:	672.00		
							Related Contracts
							C007256 C FARMOUT Mar 02, 1973
							C007284 A ROYALTY Feb 02, 1979
							C008818 A P&S Oct 15, 2002 (I)
							UA4071 UNIT Nov 01, 1984
							UA4071 12 UNIT Nov 01, 1984
							Well U.W.I. Status/Type
							100/12-19-068-08-W5/00 ABANDONED/OIL

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007284 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	40.00000000 % of SALES
	Roy Percent: 2.73438000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:			Prod/Sales:
	S/S OIL: Min:	Div:			Prod/Sales:
	Other Percent:	Min:			Prod/Sales:
	Paid to: ROY TO (C)	Paid by: ROY BY (C)			
	MIAMI OIL	439 GP PARTNERS			12.50000000
		SPYGLASS RES			10.00000000
		ASPENLEAF ENERG			1.87500000
		TAQA NORTH LTD			75.00000000
		1201741 ALBERTA			0.62500000

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**SPYGLASS RESOURCES CORP.
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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code
File Status	Int Type / Lse No/Name		Gross			
Mineral Int	Operator / Payor		Net	Dol Partner(s)	*	*
Lease Description / Rights Held						

(cont'd)

M012225 B **GENERAL REMARKS - Jan 31, 2007**
 PAYOR ONLY REQUIRED TO DEAL WITH ONE ROYALTY OWNER IF MULTIPLE ASSIGNMENTS
 TIK - OIL, CRUDE NAPHTHA & OTHER PETROLEUM SUBSTANCES EXCEPT GAS; 45 DAYS
 WRITTEN NOTICE; 10 DAYS TANKAGE PROVIDED; DELIVER AT TANK OUTLETS FREE &
 CLEAR OF CHARGES.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction:	STANDARD			
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: UNIT TRAC(C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	13.00000000	
		TAQA NORTH LTD	83.75000000	
		1742411 AB	0.81250000	
		ASPENLEAF ENERG	2.43750000	

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 12	Tract Number: 12		Tract Part%: 4.49280000

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SPYGLASS RESOURCES CORP.
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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held
M012226	PNG	CR	Eff: Apr 30, 1963	160.000	C007256 A Yes	BPO	Area : DEER MOUNTAIN
Sub: A	WRI		Exp: Apr 29, 1973	160.000	SPYGLASS RES	16.00000000	TWP 68 RGE 8 W5M NE19
ACTIVE	1024A		Ext: 15	25.600	1742411 AB	1.00000000	PNG TO BASE BEAVERHILL_LAKE
	TAQA NORTH				TAQA NORTH	80.00000000	EXCL PNG IN SWAN_HILLS
100.00000000	SPYGLASS RES	Count Acreage = No			ASPENLEAF ENERG	3.00000000	

Total Rental: 0.00

Status	Acres	Net	Acres	Net
UNDEVELOPED Dev:	0.000	0.000	Undev: 160.000	25.600

Related Contracts		
C007256 A	FARMOUT	Mar 02, 1973
C007284 A	ROYALTY	Feb 02, 1979
C008818 A	P&S	Oct 15, 2002 (I)

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007256 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	Y	100.00000000 % of SALES
	Roy Percent: 10.00000000				
	Deduction: UNKNOWN				
	Gas: Royalty:	Min Pay:			Prod/Sales:
	S/S OIL: Min:	Max:	Div:		Prod/Sales:
	Other Percent:		Min:		Prod/Sales:

Paid to: ROY TO (C)		Paid by: BPO (C)	
SPYGLASS RES	10.00000000	SPYGLASS RES	16.00000000
TAQA NORTH	87.50000000	1742411 AB	1.00000000
1742411 AB	0.62500000	TAQA NORTH	80.00000000
ASPENLEAF ENERG	1.87500000	ASPENLEAF ENERG	3.00000000

ROYALTY DEDUCTIONS - Apr 05, 2007
NO PROVISION FOR DEDUCTIONS

GENERAL REMARKS - Apr 05, 2007
ROYALTY OWNER SHALL OWN AND AT ITS OWN EXPENSE TAKE IN KIND OR SEPARATELY

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012226 A DISPOSE OF ITS ROYALTY SHARE (SEE 801(2))

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007284 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	40.00000000 % of SALES
	Roy Percent: 2.73438000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:			Prod/Sales:
	S/S OIL: Min:	Max:	Div:		Prod/Sales:
	Other Percent:		Min:		Prod/Sales:
Paid to:	ROY TO (C)	Paid by:	ROY BY (C)		
MIAMI OIL	100.00000000	439 GP PARTNERS	12.50000000		
		SPYGLASS RES	10.00000000		
		ASPENLEAF ENERG	1.87500000		
		TAQA NORTH LTD	75.00000000		
		1201741 ALBERTA	0.62500000		

GENERAL REMARKS - Jan 31, 2007

PAYOR ONLY REQUIRED TO DEAL WITH ONE ROYALTY OWNER IF MULTIPLE ASSIGNMENTS
TIK - OIL, CRUDE NAPHTHA & OTHER PETROLEUM SUBSTANCES EXCEPT GAS; 45 DAYS
WRITTEN NOTICE; 10 DAYS TANKAGE PROVIDED; DELIVER AT TANK OUTLETS FREE &
CLEAR OF CHARGES.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction: STANDARD				
Gas: Royalty:	Min Pay:			Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012226	A	Paid to: LESSOR (M)		Paid by: BPO (C)	
		ALBERTA DEPT.	100.00000000	SPYGLASS RES	16.00000000
				1742411 AB	1.00000000
				TAQA NORTH	80.00000000
				ASPENLEAF ENERG	3.00000000

M012226	PNG	CR	Eff: Apr 30, 1963	160.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: Apr 29, 1973	160.000	SPYGLASS RES		4.00000000	16.00000000	TWP 68 RGE 8 W5M NE19
ACTIVE	1024A		Ext: UNITIZED	6.400	1742426 ALBERTA		0.50000000		PNG IN SWAN_HILLS
	SPYGLASS RES				ASPENLEAF ENERG		80.12420000	3.00000000	
100.00000000	SPYGLASS RES				1742411 AB		0.25000000	1.00000000	
					TAQA NORTH		15.12580000		
					TAQA NORTH LTD			80.00000000	
					Total Rental:	224.00			
									Related Contracts
									C007256 B FARMOUT Mar 02, 1973
									C007284 A ROYALTY Feb 02, 1979
									C008818 A P&S Oct 15, 2002 (I)
									UA4071 UNIT Nov 01, 1984
									UA4071 13 UNIT Nov 01, 1984
									Well U.W.I. Status/Type
									100/10-19-068-08-W5/00 ABANDONED/OIL

Status	Acres	Net	Acres	Net
DEVELOPED	160.000	6.400	0.000	0.000
Dev:		Undev:		

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007284 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	80.00000000 % of SALES
	Roy Percent: 2.73438000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:		Prod/Sales:	
	S/S OIL: Min:	Max:	Div:	Prod/Sales:	

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DoI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

Other Percent:	Min:	Prod/Sales:
Paid to: ROY TO (C)	Paid by: ROY BY (C)	
MIAMI OIL 100.00000000	439 GP PARTNERS 12.50000000	
	SPYGLASS RES 10.00000000	
	ASPENLEAF ENERG 1.87500000	
	TAQA NORTH LTD 75.00000000	
	1201741 ALBERTA 0.62500000	

GENERAL REMARKS - Jan 31, 2007

PAYOR ONLY REQUIRED TO DEAL WITH ONE ROYALTY OWNER IF MULTIPLE ASSIGNMENTS
TIK - OIL, CRUDE NAPHTHA & OTHER PETROLEUM SUBSTANCES EXCEPT GAS; 45 DAYS
WRITTEN NOTICE; 10 DAYS TANKAGE PROVIDED; DELIVER AT TANK OUTLETS FREE &
CLEAR OF CHARGES.

M012226

B

Royalty / Encumbrances

<Linked> Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007256 B GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of PROD
Roy Percent: 10.00000000				
Deduction: NO				
Gas: Royalty:	Min Pay:		Prod/Sales:	
S/S OIL: Min:	Max:	Div:	Prod/Sales:	
Other Percent:		Min:	Prod/Sales:	
Paid to: PAIDTO (R)	Paid by: PRE-UNIT (C)			
SPYGLASS RES 10.00000000	SPYGLASS RES 16.00000000			
TAQA NORTH 87.50000000	1742411 AB 1.00000000			
ASPENLEAF ENERG 1.87500000	TAQA NORTH 80.00000000			
1201741 ALBERTA 0.62500000	ASPENLEAF ENERG 3.00000000			

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper. Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012226

B

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction:	STANDARD			
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: UNIT TRAC(C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	16.00000000	
		TAQA NORTH LTD	80.00000000	
		1742411 AB	1.00000000	
		ASPENLEAF ENERG	3.00000000	

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 13	Tract Number: 13		Tract Part%: 3.54830000

M012230 PNG CR Eff: May 11, 1961 0.000 C007179 C No WI Area : DEER MOUNTAIN

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012230

Sub: A	WI	Exp: May 10, 1982
ACTIVE	123768	Ext: 15
	PENGROWTH EN	
100.00000000	TAQA NORTH LTD	

0.000	SPYGLASS RES	3.57340000
0.000	ASPENLEAF ENERG	96.20330000
	1742411 AB	0.22330000

TWP 68 RGE 8 W5M S & NW 20
TWP 68 RGE 8 W5M SEC 29
TWP 68 RGE 8 W5M SE 32
PNG TO BASE BEAVERHILL_LAKE
EXCL PNG IN SWAN_HILLS

Total Rental: 0.00

Status	Acres	Net	Acres	Net	Related Contracts
UNDEVELOPED Dev:	0.000	0.000	Undev:	0.000	0.000
					C007179 C JOA Apr 01, 1997
					C007180 A ROYALTY Mar 20, 1972
					C008818 A P&S Oct 15, 2002 (I)

Royalty / Encumbrances

<Linked> Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007180 A GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD

Roy Percent:

Deduction: UNKNOWN

Gas: Royalty: 15.00000000

S/S OIL: Min: 5.00000000

Other Percent: 15

Min Pay:

Max: 15.00000000 **Div:** 1/150

Min:

Prod/Sales:

Prod/Sales: SALES

Prod/Sales:

Paid to: ROY TO (C)

TAQA NORTH	100.00000000
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Paid by: ROY BY (C)

ASPENLEAF ENERG 96.20330000

SPYGLASS RES	3.57340000
--------------	------------

1742411 AB	0.22330000
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GENERAL REMARKS - Jan 25, 2007

1972 AGREEMENT - "PETROLEUM SUBSTANCES PRODUCED, SAVED OR MARKETING"

DEDUCTIONS: CALCULATION FOR PROCESSED PRODUCT IS BASED ON 15% OF

CONSIDERATION RECEIVED BY PAYOR FOR SUCH PRODUCT.

TIK - 30 DAYS NOTICE TO TAKE OR REVOKE. PAYOR SHALL REMOVE BASIC SEDIMENT.

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012230 A PROVIDE TANK CAPACITY FOR NOT MORE THAN 10 DAYS AND DELIVER AT TANK
OUTLETS IN ACCORD WITH CUSTOMARY PIPELINE & SHIPPING PRACTICES FREE & CLEAR.
CL 30 PROVIDED THAT ONLY IF ROYALTY HOLDER EXERCISED ITS CONVERSION RIGHTS,
THEN THE OPERATING AGREEMENT (SCHEDULE A) WOULD BECOME EFFECTIVE BETWEEN
THE CONVERTING ROYALTY OWNER & WI OWNERS; CLAUSE 38 OF SCHEDULE A
(OPERATING AGREEMENT) PROVIDED FOR ROFR WITH 15 DAY NOTICE BUT EXCEPTIONS
FOR ROFR OBLIGATION (SEE CL 38 FOR SPECIFICS). ROYALTY OWNER HOLDS NON CONV
GOR & WI OWNERS ENTERED INTO NEW JOA (SEE C00019) IN 1997 WHICH SUPERCEDES.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:	100.00000000			
Deduction:	STANDARD			
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: WI (C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000	
		ASPENLEAF ENERG	96.20330000	
		1742411 AB	0.22330000	

M012230	PNG	CR	Eff: May 11, 1961	1,280.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: May 10, 1982	1,280.000	SPYGLASS RES		4.00000000	3.57340000	TWP 68 RGE 8 W5M S & NW 20
ACTIVE	123768		Ext: 15	51.200	1742426 ALBERTA		0.50000000		TWP 68 RGE 8 W5M SEC 29
	PENGROWTH EN				ASPENLEAF ENERG		80.12420000	96.20327000	TWP 68 RGE 8 W5M SE 32
100.00000000	TAQA NORTH LTD				1742411 AB		0.25000000		PNG IN SWAN_HILLS
					TAQA NORTH		15.12580000		(DEER MOUNTAIN UNIT NO. 2)

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012230
Sub: B

1742411 AB 0.22333000 (TRACTS 2, 5-8, 14, 15, 17)

Total Rental: 1792.00

Status	Dev:	Acres	Net	Undev:	Acres	Net
DEVELOPED		1,280.000	51.200		0.000	0.000

Related Contracts		
C007179 D	JOA	Apr 01, 1997
C007180 A	ROYALTY	Mar 20, 1972
C008818 A	P&S	Oct 15, 2002 (I)
UA4071	UNIT	Nov 01, 1984
UA4071 02	UNIT	Nov 01, 1984
UA4071 05	UNIT	Nov 01, 1984
UA4071 06	UNIT	Nov 01, 1984
UA4071 07	UNIT	Nov 01, 1984
UA4071 08	UNIT	Nov 01, 1984
UA4071 14	UNIT	Nov 01, 1984
UA4071 15	UNIT	Nov 01, 1984
UA4071 16	UNIT	Nov 01, 1984
UA4071 17	UNIT	Nov 01, 1984

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007180 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:					
Deduction: UNKNOWN					
Gas: Royalty: 15.00000000					
S/S OIL: Min: 5.00000000 Max: 15.00000000 Div: 1/150					
Other Percent: 15					
Min Pay: Prod/Sales: Prod/Sales: SALES					
Min: Prod/Sales:					

Paid to: ROY TO (C)
TAQA NORTH 100.00000000

Paid by: ROY BY (C)
ASPENLEAF ENERG 96.20330000
SPYGLASS RES 3.57340000
1742411 AB 0.22330000

Well U.W.I.	Status/Type
100/12-20-068-08-W5/00 PUMPING/OIL	
100/10-29-068-08-W5/00 PUMPING/OIL	
100/12-29-068-08-W5/00 PUMPING/OIL	
100/02-29-068-08-W5/00 INJECTION/WAT	
100/02-32-068-08-W5/00 PUMPING/OIL	
100/04-29-068-08-W5/00 ABANDONED/UNK	
100/14-29-068-08-W5/00 FLOWING/OIL	
100/01-32-068-08-W5/00 PUMPING/OIL	
100/11-29-068-08-W5/00 LOCATION/LOCA	
100/13-20-068-08-W5/00 WATER SRC/WAT	
100/07-32-068-08-W5/00 PUMPING/OIL	
102/08-32-068-08-W5/00 PUMPING/OIL	

GENERAL REMARKS - Jan 25, 2007

1972 AGREEMENT - "PETROLEUM SUBSTANCES PRODUCED, SAVED OR MARKETED"
DEDUCTIONS: CALCULATION FOR PROCESSED PRODUCT IS BASED ON 15% OF
CONSIDERATION RECEIVED BY PAYOR FOR SUCH PRODUCT.
TIK - 30 DAYS NOTICE TO TAKE OR REVOKE. PAYOR SHALL REMOVE BASIC SEDIMENT,
PROVIDE TANK CAPACITY FOR NOT MORE THAN 10 DAYS AND DELIVER AT TANK
OUTLETS IN ACCORD WITH CUSTOMARY PIPELINE & SHIPPING PRACTICES FREE & CLEAR.

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012230	B	CL 30 PROVIDED THAT ONLY IF ROYALTY HOLDER EXERCISED ITS CONVERSION RIGHTS, THEN THE OPERATING AGREEMENT (SCHEDULE A) WOULD BECOME EFFECTIVE BETWEEN THE CONVERTING ROYALTY OWNER & WI OWNERS; CLAUSE 38 OF SCHEDULE A (OPERATING AGREEMENT) PROVIDED FOR ROFR WITH 15 DAY NOTICE BUT EXCEPTIONS FOR ROFR OBLIGATION (SEE CL 38 FOR SPECIFICS). ROYALTY OWNER HOLDS NON CONV GOR & WI OWNERS ENTERED INTO NEW JOA (SEE C00019) IN 1997 WHICH SUPERCEDES.	100/08-32-068-08-W5/00 POTENTIAL/UNK 100/07-30-068-08-W5/00 FLOWING/OIL 102/13-20-068-08-W5/00 OIL/PUMPING
---------	---	--	--

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:	100.00000000			
Deduction:	STANDARD			
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: UNIT TRAC(C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000	
		1742411 AB	0.22333000	
		ASPENLEAF ENERG	96.20327000	

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 02	Tract Number: 02		Tract Part%: 6.61080000
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 05	Tract Number: 05		Tract Part%: 5.82580000

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Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012230	B	Related Units					
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 06		Tract Number: 06		Tract Part%: 4.58730000			
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 07		Tract Number: 07		Tract Part%: 5.81980000			
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 08		Tract Number: 08		Tract Part%: 4.56070000			
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 14		Tract Number: 14		Tract Part%: 1.27790000			
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 15		Tract Number: 15		Tract Part%: 0.24530000			
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 16		Tract Number: 16		Tract Part%: 4.23760000			
Unit File No		Effective Date	Unit Name	Unit Operator			
UA4071		Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
Sub: 17		Tract Number: 17		Tract Part%: 1.31380000			

Division: NORTH

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SPYGLASS RESOURCES CORP.
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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012231 A GASOLINE AND CONDENSATE.

<Linked> Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
C007178 A GROSS OVERRIDING ROYALTY ALL PRODUCTS Y N 100.00000000 % of SALES

Roy Percent:

Deduction: STANDARD

Gas: Royalty: 15.00000000

S/S OIL: Min: 5.00000000

Other Percent:

Max: 15.00000000 **Div:** 1/15.9

Min: 0.14/MCF

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: ROY TO (C)

HOYDA, DONALD J

FREEHOLD PART

TAQA NORTH

16.91250000

16.91250000

66.17500000

Paid by: ROY BY (C)

SPYGLASS RES

ASPENLEAF ENERG

1742411 AB

3.57340000

96.20330000

0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANS TO MARKET CONNECTION WHERE SALES ARE NOT
MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

GOR APPLICABLE AFTER PAYOUT RECOVERY OF WELL COSTS (INCL OPERATING &
ROYALTY) FROM GROSS REVENUES

Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
CROWN SLIDING SCALE ROYALTY ALL PRODUCTS Y N 100.00000000 % of PROD

Roy Percent: 100.00000000

Deduction: STANDARD

Gas: Royalty:

S/S OIL: Min:

Other Percent:

Max:

Min Pay:

Div:

Min:

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: LESSOR (M)

Paid by: W1 (C)

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper. Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012231	A	ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000		
				ASPENLEAF ENERG	96.20330000		
				1742411 AB	0.22330000		

M012231	PNG	CR	Eff: Mar 31, 1969	480.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: Mar 30, 1990	480.000	SPYGLASS RES		4.00000000	3.57340000	TWP 68 RGE 8 W5M S21,NW21
ACTIVE	123768A		Ext: UNITIZED	19.200	1742426 ALBERTA		0.50000000		PNG IN SWAN_HILLS
	ASPENLEAF ENERG				ASPENLEAF ENERG		80.12420000	96.20327000	
100.00000000	ASPENLEAF ENERG				1742411 AB		0.25000000		
					TAQA NORTH		15.12580000		
					1742411 AB			0.22333000	
					Total Rental:	672.00			
									Related Contracts
									C007178 A POOLFO Nov 15, 1980
									C007179 D JOA Apr 01, 1997
									C008818 A P&S Oct 15, 2002 (I)
									UA4071 UNIT Nov 01, 1984
									UA4071 18 UNIT Nov 01, 1984
									UA4071 19 UNIT Nov 01, 1984
									UA4071 21 UNIT Nov 01, 1984

Status	Acres	Net	Acres	Net
DEVELOPED	480.000	19.200	Undev:	0.000

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES
	Roy Percent:				
	Deduction: STANDARD				
	Gas: Royalty: 15.00000000	Min Pay:			Prod/Sales:
	S/S OIL: Min: 5.00000000	Max: 15.00000000	Div: 1/15.9		Prod/Sales:
	Other Percent:	Min: 0.14/MCF			Prod/Sales:

Well U.W.I.	Status/Type
100/02-21-068-08-W5/00	ABANDONED/OIL
100/04-21-068-08-W5/00	INJECTION/WAT
100/12-21-068-08-W5/00	INJECTION/WAT
100/14-21-068-08-W5/00	PUMPING/OIL
100/01-28-068-08-W5/00	PUMPING/OIL
100/01-16-068-08-W5/00	PUMPING/OIL

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)			Lease Description / Rights Held

(cont'd)

M012231	B	Paid to: ROY TO (C)		Paid by: ROY BY (C)	
		HOYDA, DONALD J	16.91250000	SPYGLASS RES	3.57340000
		FREEHOLD PART	16.91250000	ASPENLEAF ENERG	96.20330000
		TAQA NORTH	66.17500000	1742411 AB	0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANS TO MARKET CONNECTION WHERE SALES ARE NOT
MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

GOR APPLICABLE AFTER PAYOUT RECOVERY OF WELL COSTS (INCL OPERATING &
ROYALTY) FROM GROSS REVENUES

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES
Roy Percent:					
Deduction: STANDARD					
Gas: Royalty: 15.00000000					
Min Pay:					
S/S OIL: Min: 5.00000000 Max: 15.00000000 Div: 1/23.85					
Other Percent: Min: 0.10/MCF					
Prod/Sales:					

Paid to: ROY TO (C)		Paid by: ROY BY (C)	
HOYDA, DONALD J	16.91250000	SPYGLASS RES	3.57340000
FREEHOLD PART	16.91250000	ASPENLEAF ENERG	96.20330000
TAQA NORTH	66.17500000	1742411 AB	0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANSPORTATION TO MARKET CONNECTION WHERE
SALES ARE NOT MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

APPLICABLE GOR BEFORE PAYOUT (WHEN PAYOR HAS RECOVERED WELL COSTS,
OPERATING & ROYALTY FROM GROSS REVENUES); OIL INCLUDES CRUDE OIL, NATURAL

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012231 B GASOLINE AND CONDENSATE.

Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
CROWN SLIDING SCALE ROYALTY ALL PRODUCTS Y N 100.00000000 % of PROD

Roy Percent: 100.00000000
Deduction: STANDARD

Gas: Royalty: Min Pay: Prod/Sales:
S/S OIL: Min: Max: Div: Prod/Sales:
Other Percent: Min: Prod/Sales:

Paid to: LESSOR (M)
ALBERTA DEPT. 100.00000000

Paid by: PAIDBY (R)
ASPENLEAF ENERG 91.06650000
SPYGLASS RES 3.57340000
INDIAN BAY OIL 0.22330000
RAD RESOURCES 0.44670000
SIGNALTA RESOUR 4.46680000
STORM BAY 0.22330000

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 18	Tract Number: 18		Tract Part%: 6.31290000

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 19	Tract Number: 19		Tract Part%: 4.97860000

Division: NORTH

DEER MOUNTAIN

(cont'd)

M012232	PNG	CR	Eff: May 11, 1961	160.000	C007179 C No		WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: May 10, 1982	160.000	SPYGLASS RES	3.57340000		TWP 68 RGE 8 W5M NE21
ACTIVE	123768B		Ext: 15	5.717	ASPENLEAF ENERG	96.20330000		
	ASPENLEAF ENERG				1742411 AB	0.22330000		PNG TO BASE BEAVERHILL_LAKE
100.00000000	FREEHOLD PART	Count	Acreage = No		Total Rental:	0.00		EXCL PNG IN SWAN_HILLS
Status	Acres	Net	Acres	Net	Related Contracts			
UNDEVELOPED	Dev:	0.000	0.000	Undev:	160.000	5.717	C007178 A POOLFO Nov 15, 1980	
							C007179 C JOA Apr 01, 1997	
							C008818 A P&S Oct 15, 2002(1)	

Royalty / EncumbrancesCS*EXPLORER Version: 9.10.04

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**SPYGLASS RESOURCES CORP.
Mineral Property Report**

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012232	A	HOYDA, DONALD J	16.91250000	SPYGLASS RES	3.57340000
		FREEHOLD PART	16.91250000	ASPENLEAF ENERG	96.20330000
		TAQA NORTH	66.17500000	1742411 AB	0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANSPORTATION TO MARKET CONNECTION WHERE SALES ARE NOT MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

APPLICABLE GOR BEFORE PAYOUT (WHEN PAYOR HAS RECOVERED WELL COSTS, OPERATING & ROYALTY FROM GROSS REVENUES); OIL INCLUDES CRUDE OIL, NATURAL GASOLINE AND CONDENSATE.

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES

Roy Percent:

Deduction: STANDARD

Gas: Royalty: 15.00000000

S/S OIL: Min: 5.00000000 Max: 15.00000000

Other Percent:

Min Pay:

Div: 1/15.9

Min: 0.14/MCF

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: ROY TO (C)

HOYDA, DONALD J 16.91250000

FREEHOLD PART 16.91250000

TAQA NORTH 66.17500000

Paid by: ROY BY (C)

SPYGLASS RES 3.57340000

ASPENLEAF ENERG 96.20330000

1742411 AB 0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANS TO MARKET CONNECTION WHERE SALES ARE NOT MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

GOR APPLICABLE AFTER PAYOUT RECOVERY OF WELL COSTS (INCL OPERATING & ROYALTY) FROM GROSS REVENUES

Division: NORTH

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code
File Status	Int Type / Lse No/Name		Gross			
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	* Lease Description / Rights Held

Royalty / Encumbrances				
Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of PROD
Roy Percent: Deduction: STANDARD Gas: Royalty: S/S OIL: Min: Other Percent:				
		Min Pay:	Prod/Sales:	
		Div:	Prod/Sales:	
		Min:	Prod/Sales:	
Paid to: LESSOR (M) ALBERTA DEPT.		Paid by: WI (C) SPYGLASS RES ASPENLEAF ENERGY 1742411 AB		
100.00000000		3.57340000 96.20330000 0.22330000		

CS*EXPLORER Version: 9.10.04

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012232
Sub: B

Well U.W.I. Status/Type
102/10-21-068-08-W5/00 INJECTION/WAT

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES
Roy Percent:					
Deduction: STANDARD					
Gas: Royalty: 15.00000000 Min Pay: Prod/Sales:					
S/S OIL: Min: 5.00000000 Max: 15.00000000 Div: 1/23.85 Prod/Sales:					
Other Percent: Min: 0.10/MCF Prod/Sales:					
Paid to: ROY TO (C) Paid by: ROY BY (C)					
HOYDA, DONALD J 16.91250000 SPYGLASS RES 3.57340000					
FREEHOLD PART 16.91250000 ASPENLEAF ENERG 96.20330000					
TAQA NORTH 66.17500000 1742411 AB 0.22330000					

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANSPORTATION TO MARKET CONNECTION WHERE
SALES ARE NOT MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

APPLICABLE GOR BEFORE PAYOUT (WHEN PAYOR HAS RECOVERED WELL COSTS,
OPERATING & ROYALTY FROM GROSS REVENUES); OIL INCLUDES CRUDE OIL, NATURAL
GASOLINE AND CONDENSATE.

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES
Roy Percent:					
Deduction: STANDARD					
Gas: Royalty: 15.00000000 Min Pay: Prod/Sales:					
S/S OIL: Min:					

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code
File Status	Int Type / Lse No/Name		Gross			
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*

(cont'd)

5.00000000	Max:	15.00000000	Div:	1/15.9	Prod/Sales:
Other Percent:			Min:	0.14/MCF	Prod/Sales:
Paid to: ROY TO (C)			Paid by: ROY BY (C)		
HOYDA, DONALD J	16.91250000		SPYGLASS RES	3.57340000	
FREEHOLD PART	16.91250000		ASPENLEAF ENERG	96.20330000	
TAQA NORTH	66.17500000		1742411 AB	0.22330000	

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANS TO MARKET CONNECTION WHERE SALES ARE NOT
MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

GOR APPLICABLE AFTER PAYOUT RECOVERY OF WELL COSTS (INCL OPERATING &
ROYALTY) FROM GROSS REVENUES

M012232

B

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of PROD
Roy Percent:				
Deduction: STANDARD				
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)		Paid by: UNIT TRAC(C)		
ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000	
		1742411 AB	0.22333000	
		ASPENLEAF ENERG	96.20327000	

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG

CS*EXPLORER Version: 9.10.04

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SPYGLASS RESOURCES CORP.
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Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)
M012232

B

Related Units

Zone:

PNG IN SWAN_HILLS

Unit File No
UA4071
Sub: 20

Effective Date Unit Name
Nov 01, 1984 DEER MOUNTAIN UNIT NO. 2
Tract Number: 20

Unit Operator
ASPENLEAF ENERG
Tract Part#: 4.90750000

M012233	PNG	CR	Eff: May 11, 1961	0.000	C007179 C No	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: May 10, 1982	0.000	SPYGLASS RES	3.57340000	TWP 68 RGE 8 W5M W 22
ACTIVE	123768C		Ext: 15	0.000	ASPENLEAF ENERG	96.20330000	
	ASPENLEAF ENERG				1742411 AB	0.22330000	PNG TO BASE BEAVERHILL_LAKE
100.00000000	PRAIRIE BIRCH R						EXCL PNG IN SWAN_HILLS
				Total Rental:	0.00		
				Related Contracts			
Status			Acres	Net	Acres	Net	C007179 C JOA Apr 01, 1997
UNDEVELOPED	Dev:		0.000	0.000	Undev:	0.000	0.000
							C007184 A F/O&OPT Dec 10, 1982
							C008818 A P&S Oct 15, 2002 (I)

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007184 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES
Roy Percent:					
Deduction: STANDARD					
Gas: Royalty: 15.00000000					
S/S OIL: Min: 5.00000000					
Other Percent:					
Max: 15.00000000					
Min Pay: 4.97/1000 M3					
Div: 1/15.9					
Prod/Sales: SALES					
Prod/Sales: SALES					
Prod/Sales:					

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012233	A	Paid to: ROY TO (C)		Paid by: WI (C)	
		PRAIRIE BIRCH R	50.00000000	ASPENLEAF ENERG	96.20330000
		ENERCAN	23.50000000	SPYGLASS RES	3.57340000
		LINTUS	13.50000000	1742411 AB	0.22330000
		REDEAGLE	8.00000000		
		SUNBIRD INVEST	5.00000000		

GENERAL REMARKS - Nov 28, 2006

AFTER PAYOUT. DEDUCTIONS: PROP SHARE ACTUAL COST TRANSPORTATION. AFTER
WELL PAYOUT - DEDUCTIONS: GATHERING & PROCESSING SIMILAR TO CRN ALLOWABLE.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of PROD
Roy Percent:				
Deduction: STANDARD				
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min:	Max:	Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:

Paid to: LESSOR (M)		Paid by: WI (C)	
ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000
		ASPENLEAF ENERG	96.20330000
		1742411 AB	0.22330000

M012233	PNG	CR	Eff: May 11, 1961	320.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: May 10, 1982	320.000	SPYGLASS RES		4.00000000	3.57340000	TWP 68 RGE 8 W5M W 22
ACTIVE	123768C		Ext: 15	12.800	1742426 ALBERTA		0.50000000		
	ASPENLEAF ENERG				ASPENLEAF ENERG		80.12420000	96.20327000	PNG IN SWAN_HILLS

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012233

Sub: B

100.00000000 PRAIRIE BIRCH R

1742411 AB
TAQA NORTH
1742411 AB

0.25000000
15.12580000

(DEER MOUNTAIN UNIT NO. 2)
(TRACTS 22, 23)

0.22333000

Total Rental: 448.00

Status	Dev:	Acres	Net	Undev:	Acres	Net
DEVELOPED		320.000	12.800		0.000	0.000

Related Contracts

C007179 D	JOA	Apr 01, 1997
C007184 A	F/O&OPT	Dec 10, 1982
C008818 A	P&S	Oct 15, 2002(l)
UA4071	UNIT	Nov 01, 1984
UA4071 22	UNIT	Nov 01, 1984
UA4071 23	UNIT	Nov 01, 1984

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007184 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES

Roy Percent:

Deduction: STANDARD

Gas: Royalty: 15.00000000

S/S OIL: Min: 5.00000000

Other Percent:

Max:	15.00000000	Min Pay:	4.97/1000 M3	Prod/Sales:	SALES
		Div:	1/15.9	Prod/Sales:	SALES
		Min:		Prod/Sales:	

Paid to: ROY TO (C)

PRAIRIE BIRCH R 50.00000000

ENERCAN 23.50000000

LINTUS 13.50000000

REDEAGLE 8.00000000

SUNBIRD INVEST 5.00000000

Paid by: WI (C)

ASPENLEAF ENERG 96.20330000

SPYGLASS RES 3.57340000

1742411 AB 0.22330000

GENERAL REMARKS - Nov 28, 2006

AFTER PAYOUT. DEDUCTIONS: PROP SHARE ACTUAL COST TRANSPORTATION. AFTER

Well U.W.I.

Status/Type

100/04-22-068-08-W5/00 INJECTION/WAT

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code
File Status	Int Type / Lse No/Name		Gross			
Mineral Int	Operator / Payor		Net	Doi Partner(s)		Lease Description / Rights Held

(cont'd)

M012233 B WELL PAYOUT - DEDUCTIONS: GATHERING & PROCESSING SIMILAR TO CRN ALLOWABLE.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of PROD

Roy Percent:

Deduction: STANDARD

Gas: Royalty:

S/S OIL: Min:

Other Percent:

Max:

Min Pay:

Div:

Min:

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: LESSOR (M)

ALBERTA DEPT.

100.00000000

Paid by: UNIT TRAC(C)

SPYGLASS RES

1742411 AB

ASPENLEAF ENERG

3.57340000

0.22333000

96.20327000

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 22	Tract Number: 22		Tract Part%: 0.51600000
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 23	Tract Number: 23		Tract Part%: 1.77970000

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)			Lease Description / Rights Held
M012234	PNG	CR	Eff: May 11, 1961	640.000	C007179 C No	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: May 10, 1982	640.000	SPYGLASS RES	3.57340000	TWP 68 RGE 8 W5M SEC 28
ACTIVE	123768D		Ext: 15	22.870	ASPENLEAF ENERG	96.20330000	
	ASPENLEAF ENERG			1742411 AB	0.22330000		PNG TO BASE BEAVERHILL_LAKE
100.00000000	FREEHOLD PART	Count Acreage = No					EXCL PNG IN SWAN_HILLS

Total Rental: 0.00

Status	Acres	Net	Acres	Net	Related Contracts
UNDEVELOPED	Dev:	0.000	0.000	Undev:	640.000 22.870
					C007178 A POOLFO Nov 15, 1980
					C007179 C JOA Apr 01, 1997
					C008818 A P&S Oct 15, 2002 (I)

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES
	Roy Percent:				
	Deduction: STANDARD				
	Gas: Royalty: 15.000000000	Min Pay:			Prod/Sales:
	S/S OIL: Min: 5.000000000	Max: 15.000000000	Div: 1/23.85		Prod/Sales:
	Other Percent:	Min: 0.10/MCF			Prod/Sales:
Paid to:	ROY TO (C)	Paid by:	ROY BY (C)		
HOYDA, DONALD J	16.91250000	SPYGLASS RES	3.57340000		
FREEHOLD PART	16.91250000	ASPENLEAF ENERG	96.20330000		
TAQA NORTH	66.17500000	1742411 AB	0.22330000		

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANSPORTATION TO MARKET CONNECTION WHERE
SALES ARE NOT MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

APPLICABLE GOR BEFORE PAYOUT (WHEN PAYOR HAS RECOVERED WELL COSTS,
OPERATING & ROYALTY FROM GROSS REVENUES); OIL INCLUDES CRUDE OIL, NATURAL

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012234 A GASOLINE AND CONDENSATE.

<Linked> Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
C007178 A GROSS OVERRIDING ROYALTY ALL PRODUCTS Y N 100.00000000 % of SALES
Roy Percent:
Deduction: STANDARD
Gas: Royalty: 15.00000000 Min Pay: Prod/Sales:
S/S OIL: Min: 5.00000000 Max: 15.00000000 Div: 1/15.9 Prod/Sales:
Other Percent: Min: 0.14/MCF Prod/Sales:

Paid to: ROY TO (C) Paid by: ROY BY (C)
HOYDA, DONALD J 16.91250000 SPYGLASS RES 3.57340000
FREEHOLD PART 16.91250000 ASPENLEAF ENERG 96.20330000
TAQA NORTH 66.17500000 1742411 AB 0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANS TO MARKET CONNECTION WHERE SALES ARE NOT
MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

GOR APPLICABLE AFTER PAYOUT RECOVERY OF WELL COSTS (INCL OPERATING &
ROYALTY) FROM GROSS REVENUES

Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
CROWN SLIDING SCALE ROYALTY ALL PRODUCTS Y N % of PROD
Roy Percent:
Deduction: STANDARD
Gas: Royalty: Min Pay: Prod/Sales:
S/S OIL: Min: Max: Div: Prod/Sales:
Other Percent: Min: Prod/Sales:

Paid to: LESSOR (M) Paid by: WI (C)

Division: NORTH

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

M012234	A	ALBERTA DEPT.	100.00000000	SPYGLASS RES	3.57340000
				ASPENLEAF ENERG	96.20330000
				1742411 AB	0.22330000

M012234	PNG	CR	Eff: May 11, 1961	640.000	UA4071 Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN	
Sub: B	WI		Exp: May 10, 1982	640.000	SPYGLASS RES	4.00000000	3.57340000	TWP 68 RGE 8 W5M SEC 28	
ACTIVE	123768D		Ext: 15	25.600	1742426 ALBERTA	0.50000000			
	ASPENLEAF ENERG				ASPENLEAF ENERG	80.12420000	96.20327000	PNG IN SWAN_HILLS	
100.00000000	FREEHOLD PART				1742411 AB	0.25000000			
					TAAQ NORTH	15.12580000			
					1742411 AB		0.22333000	Related Contracts	
					Total Rental:	896.00		C007178 A	POOLFO Nov 15, 1980
								C007179 D	JOA Apr 01, 1997
								C008818 A	P&S Oct 15, 2002(I)
								UA4071	UNIT Nov 01, 1984
								UA4071 09	UNIT Nov 01, 1984
								UA4071 10	UNIT Nov 01, 1984
								UA4071 11	UNIT Nov 01, 1984
	Status			Acres	Net	Acres	Net		
	DEVELOPED	Dev:		640.000	25.600	Undev:	0.000	0.000	

Well U.W.I. Status/Type

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales	
C007178	A GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000	% of SALES
	Roy Percent:					
	Deduction: STANDARD					
	Gas: Royalty: 15.00000000					
	S/S OIL: Min: 5.00000000	Max: 15.00000000	Div: 1/23.85			
	Other Percent:		Min: 0.10/MCF			
					Prod/Sales:	
					Prod/Sales:	
					Prod/Sales:	

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012234	B	Paid to: ROY TO (C)		Paid by: ROY BY (C)			100/14-28-068-08-W5/00 ABANDONED/UNK
		HOYDA, DONALD J	16.91250000	SPYGLASS RES	3.57340000		100/06-19-068-08-W5/00 LOCATION/UNKN
		FREEHOLD PART	16.91250000	ASPENLEAF ENERG	96.20330000		100/06-20-068-08-W5/00 PUMPING/OIL
		TAAQ NORTH	66.17500000	1742411 AB	0.22330000		102/14-17-068-08-W5/00 INJECTION/WAT
							102/14-28-068-08-W5/00 INJECTION/WAT

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANSPORTATION TO MARKET CONNECTION WHERE
SALES ARE NOT MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

APPLICABLE GOR BEFORE PAYOUT (WHEN PAYOR HAS RECOVERED WELL COSTS,
OPERATING & ROYALTY FROM GROSS REVENUES); OIL INCLUDES CRUDE OIL, NATURAL
GASOLINE AND CONDENSATE.

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007178 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of SALES

Roy Percent:

Deduction: STANDARD

Gas: Royalty: 15.00000000

S/S OIL: Min: 5.00000000

Other Percent:

Min Pay: 15.00000000 Div: 1/15.9
Min: 0.14/MCF

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: ROY TO (C)		Paid by: ROY BY (C)	
HOYDA, DONALD J	16.91250000	SPYGLASS RES	3.57340000
FREEHOLD PART	16.91250000	ASPENLEAF ENERG	96.20330000
TAAQ NORTH	66.17500000	1742411 AB	0.22330000

ROYALTY DEDUCTIONS - Jun 07, 2007

PROP SHARE ACTUAL COSTS OF TRANS TO MARKET CONNECTION WHERE SALES ARE NOT
MADE F.O.B. THE TANKS SERVING THE SAID LEASES.

GENERAL REMARKS - Jun 07, 2007

GOR APPLICABLE AFTER PAYOUT RECOVERY OF WELL COSTS (INCL OPERATING &

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012234 B ROYALTY) FROM GROSS REVENUES

Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
CROWN SLIDING SCALE ROYALTY ALL PRODUCTS Y N % of PROD

Roy Percent:

Deduction: STANDARD

Gas: Royalty:

S/S OIL: Min:

Other Percent:

Max:

Min Pay:

Div:

Min:

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: LESSOR (M)

ALBERTA DEPT.

100.00000000

Paid by: UNIT TRAC(C)

SPYGLASS RES

1742411 AB

ASPENLEAF ENERG

3.57340000

0.22333000

96.20327000

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 09	Tract Number: 09		Tract Part%: 1.46650000
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 10	Tract Number: 10		Tract Part%: 3.88120000
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 11	Tract Number: 11		Tract Part%: 0.19480000

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type		Exposure	Oper.Cont.	ROFR	DOI Code		
File Status	Int Type / Lse No/Name			Gross					
Mineral Int	Operator / Payor			Net	Doi Partner(s)	*	*		Lease Description / Rights Held
M012235	PNG	CR	Eff: Jan 30, 1962	320.000	C007179 C No		WI		Area : DEER MOUNTAIN
Sub: A	WI		Exp: Jan 29, 1983	320.000	SPYGLASS RES		3.57340000		TWP 68 RGE 8 W5M W 30
ACTIVE	124788		Ext: 15	11.435	ASPENLEAF ENERG		96.20330000		PNG TO BASE BEAVERHILL_LAKE
	PENGROWTH GAS				1742411 AB		0.22330000		EXCL PNG IN SWAN_HILLS
100.00000000	ASPENLEAF ENERG Count Acreage = No								
					Total Rental:	0.00			
									-----Related Contracts-----
									C007177 A ROYALTY Jul 01, 1971
									C007179 C JOA Apr 01, 1997
									C008818 A P&S Oct 15, 2002(I)

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012235	A	Roy Percent: Deduction: STANDARD Gas: Royalty: S/S OIL: Min: Other Percent:	Max:	Min Pay: Div: Min:	Prod/Sales: Prod/Sales: Prod/Sales:
Paid to: LESSOR (M) ALBERTA DEPT.		100.00000000	Paid by: WI (C) SPYGLASS RES ASPENLEAF ENERG 1742411 AB		3.57340000 96.20330000 0.22330000

M012235	PNG	CR	Eff: Jan 30, 1962	320.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: Jan 29, 1983	320.000	SPYGLASS RES		4.00000000	3.57340000	TWP 68 RGE 8 W5M W 30
ACTIVE	124788		Ext: UNITIZED	12.800	1742426 ALBERTA		0.50000000		PNG IN SWAN_HILLS
100.00000000	PENGROWTH EN				ASPENLEAF ENERG		80.12420000	96.20327000	
	ASPENLEAF ENERG				1742411 AB		0.25000000		
					TAQA NORTH		15.12580000		
					1742411 AB			0.22333000	
					Total Rental:	448.00			
									Related Contracts
									C007177 A ROYALTY Jul 01, 1971
									C007179 D JOA Apr 01, 1997
									C008818 A P&S Oct 15, 2002 (I)
									UA4071 UNIT Nov 01, 1984
									UA4071 03 UNIT Nov 01, 1984
									Well U.W.I. Status/Type
									100/12-30-068-08-W5/00 PUMPING/OIL

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007177 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012235	B	Roy Percent: 5.00000000 Deduction: STANDARD Gas: Royalty: S/S OIL: Min: Max: Other Percent:	Min Pay: Div: Min:	Prod/Sales: Prod/Sales: Prod/Sales:
Paid to: ROY TO (C) ENERCAN 47.00000000 LINTUS 27.00000000 REDEAGLE 16.00000000 SUNBIRD INVEST 10.00000000		Paid by: ROY BY (C) ASPENLEAF ENERG 96.20326000 SPYGLASS RES 3.57340000 1742411 AB 0.22334000		

GENERAL REMARKS - Jan 23, 2007

PROP SHARE TRANSPORTATION; SIMILAR TO CRN ALLOWABLE

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction: STANDARD				
Gas: Royalty:		Min Pay:		Prod/Sales:
S/S OIL: Min: Max:		Div:		Prod/Sales:
Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M) ALBERTA DEPT. 100.00000000		Paid by: UNIT TRAC(C) SPYGLASS RES 3.57340000 1742411 AB 0.22333000 ASPENLEAF ENERG 96.20327000		

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012235	B			Related Units			
	Zone:			PNG IN SWAN_HILLS			
	Unit File No	Effective Date	Unit Name	Unit Operator			
	UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG			
	Sub: 03	Tract Number: 03		Tract Part%: 4.09050000			

M012236	PNG	CR	Eff: Jan 30, 1962	320.000	C007182 A No	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: Jan 29, 1983	320.000	SPYGLASS RES	1.78670000	TWP 68 RGE 8 W5M E30
ACTIVE	124788A	Ext: 15		5.717	ASPENLEAF ENERG	98.10160000	PNG TO BASE BEAVERHILL_LAKE
	ASPENLEAF ENERG				1742411 AB	0.11170000	EXCL PNG IN SWAN_HILLS
100.00000000	ASPENLEAF ENERG	Count Acreage =	No				

Total Rental: 0.00

Status	Acres	Net	Acres	Net
UNDEVELOPED	0.000	0.000	320.000	5.717

Dev:

Undev:

Related Contracts		
C007177 A	ROYALTY	Jul 01, 1971
C007181 A	ROYALTY	Jun 01, 1972
C007182 A	F/O&OPT	Jun 01, 1972
C008818 A	P&S	Oct 15, 2002 (I)

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007177 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES
	Roy Percent: 5.00000000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:			Prod/Sales:
	S/S OIL: Min:	Div:			Prod/Sales:
	Other Percent:	Min:			Prod/Sales:

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012236	A	Paid to: ROY TO (C)		Paid by: ROY BY (C)	
		ENERCAN	47.00000000	ASPENLEAF ENERG	96.20326000
		LINTUS	27.00000000	SPYGLASS RES	3.57340000
		REDEAGLE	16.00000000	1742411 AB	0.22334000
		SUNBIRD INVEST	10.00000000		

GENERAL REMARKS - Jan 23, 2007

PROP SHARE TRANSPORTATION; SIMILAR TO CRN ALLOWABLE

<Linked> Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007181 A GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES
Roy Percent: 1.00000000				
Deduction: NO				
Gas: Royalty:	Min Pay:			Prod/Sales:
S/S OIL: Min:	Div:			Prod/Sales:
Other Percent:	Min:			Prod/Sales:

Paid to: ROY TO (C)		Paid by: ROY BY (C)	
BRUNSWICK HYDRO	100.00000000	ASPENLEAF ENERG	98.10160000
		SPYGLASS RES	1.78670000
		1742411 AB	0.11170000

GENERAL REMARKS - Jan 23, 2007

DEDUCTIONS: FREE & CLEAR

PROD USED IN DRILLING OPERATIONS NOT SUBJ TO GOR

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD
Roy Percent:				
Deduction: STANDARD				
Gas: Royalty:	Min Pay:			Prod/Sales:
S/S OIL: Min:				

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

Other Percent:	Max:	Div:	Prod/Sales:
		Min:	Prod/Sales:
Paid to: LESSOR (M)		Paid by: WI (C)	
ALBERTA DEPT.	100.00000000	SPYGLASS RES	1.78670000
		ASPENLEAF ENERG	98.10160000
		1742411 AB	0.11170000

M012236	PNG	CR	Eff: Jan 30, 1962	320.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: Jan 29, 1983	320.000	SPYGLASS RES		4.00000000	1.78670000	TWP 68 RGE 8 W5M E30
ACTIVE	124788A		Ext: UNITIZED	12.800	1742426 ALBERTA		0.50000000		PNG IN SWAN_HILLS
	ASPENLEAF ENERG				ASPENLEAF ENERG		80.12420000	98.10163000	
100.00000000	ASPENLEAF ENERG				1742411 AB		0.25000000		
					TAQA NORTH		15.12580000		
					1742411 AB			0.11167000	
					Total Rental:	448.00			
									Related Contracts
									C007177 A ROYALTY Jul 01, 1971
									C007181 A ROYALTY Jun 01, 1972
									C007182 B F/O&OPT Jun 01, 1972
									C008818 A P&S Oct 15, 2002 (I)
									UA4071 UNIT Nov 01, 1984
									UA4071 04 UNIT Nov 01, 1984
									Weil U.W.I. Status/Type
									100/10-30-068-08-W5/00 INJECTION/WAT
									100/02-30-068-08-W5/00 SUSPENDED/OIL

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
	C007177 A GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES
	Roy Percent: 5.00000000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:		Prod/Sales:	
	S/S OIL: Min:				

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**SPYGLASS RESOURCES CORP.
Mineral Property Report**

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

Other Percent:	Max:	Div:	Prod/Sales:
		Min:	Prod/Sales:
Paid to: ROY TO (C)		Paid by: ROY BY (C)	
ENERCAN	47.00000000	ASPENLEAF ENERG	96.20326000
LINTUS	27.00000000	SPYGLASS RES	3.57340000
REDEAGLE	16.00000000	1742411 AB	0.22334000
SUNBIRD INVEST	10.00000000		

GENERAL REMARKS - Jan 23, 2007

PROP SHARE TRANSPORTATION; SIMILAR TO CRN ALLOWABLE

M012236

B

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007181 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	100.00000000 % of SALES
	Roy Percent: 1.00000000				
	Deduction: NO				
	Gas: Royalty:		Min Pay:		Prod/Sales:
	S/S OIL: Min:	Max:	Div:		Prod/Sales:
	Other Percent:		Min:		Prod/Sales:

Paid to: ROY TO (C)		Paid by: ROY BY (C)	
BRUNSWICK HYDRO	100.00000000	ASPENLEAF ENERG	98.10160000
		SPYGLASS RES	1.78670000
		1742411 AB	0.11170000

GENERAL REMARKS - Jan 23, 2007

DEDUCTIONS: FREE & CLEAR

PROD USED IN DRILLING OPERATIONS NOT SUBJ TO GOR

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SPYGLASS RESOURCES CORP.
Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012236

B

Royalty / Encumbrances

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	100.00000000 % of PROD

Roy Percent:

Deduction: STANDARD

Gas: Royalty:

S/S OIL: Min:

Other Percent:

Max:

Min Pay:

Div:

Min:

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: LESSOR (M)

ALBERTA DEPT.

100.00000000

Paid by: UNIT TRAC(C)

SPYGLASS RES

1742411 AB

ASPENLEAF ENERG

1.78670000

0.11167000

98.10163000

Related Units

Unit File No

UA4071

Zone:

Effective Date

Nov 01, 1984

Unit Name

DEER MOUNTAIN UNIT NO. 2

PNG IN SWAN_HILLS

Unit Operator

ASPENLEAF ENERG

Unit File No

UA4071

Sub: 04

Effective Date

Nov 01, 1984

Unit Name

DEER MOUNTAIN UNIT NO. 2

Tract Number: 04

Unit Operator

ASPENLEAF ENERG

Tract Part%: 7.46000000

M012227	PNG	CR	Eff: May 05, 1964	320.000	C007256	D Yes	WI	Area : DEER MOUNTAIN
Sub: A	WI		Exp: May 04, 1974	320.000	SPYGLASS RES		13.00000000	TWP 68 RGE 9 W5M E24

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SPYGLASS RESOURCES CORP.
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Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012227

Sub: A

ACTIVE	2971	Ext: 15	41.600	1742411 AB	0.81250000	PNG TO BASE BEAVERHILL_LAKE
	TAQA NORTH			TAQA NORTH	83.75000000	EXCL PNG IN SWAN_HILLS
100.00000000	SPYGLASS RES			ASPENLEAF ENERG	2.43750000	

Total Rental: 448.00

Status		Acres	Net		Acres	Net
DEVELOPED	Dev:	320.000	41.600	Undev:	0.000	0.000

----- **Related Contracts** -----
C007256 D FARMOUT Mar 02, 1973
C007284 A ROYALTY Feb 02, 1979
C008818 A P&S Oct 15, 2002 (I)

----- **Well U.W.I.** **Status/Type** -----
100/04-24-068-09-W5/00 ABANDONED/OIL

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007284 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	40.00000000 % of SALES
	Roy Percent: 2.73438000				
	Deduction: STANDARD				
	Gas: Royalty:				
	S/S OIL: Min:	Max:	Min Pay:	Div:	Prod/Sales:
	Other Percent:		Min:		Prod/Sales:

Paid to: ROY TO (C)	Paid by: ROY BY (C)
MIAMI OIL	439 GP PARTNERS
100.00000000	SPYGLASS RES
	ASPENLEAF ENERG
	TAQA NORTH LTD
	1201741 ALBERTA
	12.50000000
	10.00000000
	1.87500000
	75.00000000
	0.62500000

GENERAL REMARKS - Jan 31, 2007
PAYOR ONLY REQUIRED TO DEAL WITH ONE ROYALTY OWNER IF MULTIPLE ASSIGNMENTS

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SPYGLASS RESOURCES CORP.
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Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012227 A TIK - OIL, CRUDE NAPHTHA & OTHER PETROLEUM SUBSTANCES EXCEPT GAS; 45 DAYS
WRITTEN NOTICE; 10 DAYS TANKAGE PROVIDED; DELIVER AT TANK OUTLETS FREE &
CLEAR OF CHARGES.

Royalty Type Product Type Sliding Scale Convertible % of Prod/Sales
CROWN SLIDING SCALE ROYALTYALL PRODUCTS Y N % of PROD

Roy Percent:

Deduction: STANDARD

Gas: Royalty:

S/S OIL: Min:

Other Percent:

Max:

Min Pay:

Div:

Min:

Prod/Sales:

Prod/Sales:

Prod/Sales:

Paid to: LESSOR (M)

ALBERTA DEPT.

100.00000000

Paid by: WI (C)

SPYGLASS RES 13.00000000

1742411 AB 0.81250000

TAQA NORTH 83.75000000

ASPENLEAF ENERG 2.43750000

M012227	PNG	CR	Eff: May 05, 1964	320.000	UA4071	Bypass	UNIT INT	UNIT TRACT	Area : DEER MOUNTAIN
Sub: B	WI		Exp: May 04, 1974	320.000	SPYGLASS RES		4.00000000	13.00000000	TWP 68 RGE 9 W5M E24
ACTIVE	2971		Ext: UNITIZED	12.800	1742426 ALBERTA		0.50000000		PNG IN SWAN_HILLS
	TAQA NORTH LTD				ASPENLEAF ENERG		80.12420000	2.43750000	
100.00000000	SPYGLASS RES	Count Acreage = No			1742411 AB		0.25000000	0.81250000	
					TAQA NORTH		15.12580000		
					TAQA NORTH LTD			83.75000000	
					Total Rental:	0.00			
Related Contracts									
					C007256 C	FARMOUT	Mar 02, 1973		
					C007284 A	ROYALTY	Feb 02, 1979		
					C008818 A	P&S	Oct 15, 2002 (I)		
					UA4071	UNIT	Nov 01, 1984		
					UA4071 12	UNIT	Nov 01, 1984		

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Mineral Property Report

Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012227

Sub: B

Status	Acres	Net	Acres	Net
DEVELOPED	320.000	12.800	0.000	0.000
Dev:		Undev:		

Royalty / Encumbrances

<Linked>	Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
C007284 A	GROSS OVERRIDING ROYALTY	ALL PRODUCTS	N	N	40.00000000 % of SALES
	Roy Percent: 2.73438000				
	Deduction: STANDARD				
	Gas: Royalty:	Min Pay:			Prod/Sales:
	S/S OIL: Min:	Div:			Prod/Sales:
	Other Percent:	Min:			Prod/Sales:
Paid to:	ROY TO (C)	Paid by:	ROY BY (C)		
MIAMI OIL	100.00000000	439 GP PARTNERS	12.50000000		
		SPYGLASS RES	10.00000000		
		ASPENLEAF ENERG	1.87500000		
		TAGA NORTH LTD	75.00000000		
		1201741 ALBERTA	0.62500000		

GENERAL REMARKS - Jan 31, 2007

PAYOR ONLY REQUIRED TO DEAL WITH ONE ROYALTY OWNER IF MULTIPLE ASSIGNMENTS
TIK - OIL, CRUDE NAPHTHA & OTHER PETROLEUM SUBSTANCES EXCEPT GAS; 45 DAYS
WRITTEN NOTICE; 10 DAYS TANKAGE PROVIDED; DELIVER AT TANK OUTLETS FREE &
CLEAR OF CHARGES.

Royalty Type	Product Type	Sliding Scale	Convertible	% of Prod/Sales
CROWN SLIDING SCALE ROYALTY	ALL PRODUCTS	Y	N	% of PROD
Roy Percent:				

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SPYGLASS RESOURCES CORP.
Mineral Property Report

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DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code	
File Status	Int Type / Lse No/Name		Gross				
Mineral Int	Operator / Payor		Net	Doi Partner(s)	*	*	Lease Description / Rights Held

(cont'd)

M012227	B	Deduction: STANDARD				
		Gas: Royalty:		Min Pay:		Prod/Sales:
		S/S OIL: Min:	Max:	Div:		Prod/Sales:
		Other Percent:		Min:		Prod/Sales:
Paid to: LESSOR (M)			Paid by: UNIT TRAC(C)			
ALBERTA DEPT. 100.00000000			SPYGLASS RES 13.00000000			
			TAQA NORTH LTD 83.75000000			
			1742411 AB 0.81250000			
			ASPENLEAF ENERG 2.43750000			

Related Units

Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Zone:		PNG IN SWAN_HILLS	
Unit File No	Effective Date	Unit Name	Unit Operator
UA4071	Nov 01, 1984	DEER MOUNTAIN UNIT NO. 2	ASPENLEAF ENERG
Sub: 12	Tract Number: 12		Tract Part%: 4.49280000

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SPYGLASS RESOURCES CORP.
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Division: NORTH

DEER MOUNTAIN

File Number	Lse Type	Lessor Type	Exposure	Oper.Cont.	ROFR	DOI Code		
File Status	Int Type / Lse No/Name		Gross					
Mineral Int	Operator / Payor		Net	DOI Partner(s)	*	*		Lease Description / Rights Held
Division Total:	Total Gross:	5,760.000	Total Net:	259.200				
	Dev Gross:	5,760.000	Dev Net:	259.200	Undev Gross:	0.000	Undev Net:	0.000
Report Total:	Total Gross:	5,760.000	Total Net:	259.200				
	Dev Gross:	5,760.000	Dev Net:	259.200	Undev Gross:	0.000	Undev Net:	0.000

** End of Report **

THE FOLLOWING COMPRISES SCHEDULE "B" ATTACHED TO AND FORMING PART OF A PURCHASE AND SALE AGREEMENT DATED THE **25th** DAY OF **January**, 2016 BETWEEN ERNST & YOUNG INC., solely in its capacity as receiver and manager of SPYGLASS RESOURCES CORP., and not in its personal or corporate capacity, and **New North Resources Ltd.**

Wells and Facilities

Wells

The following **2** pages comprise the Wells

Facilities

SA3294

Gas Transportation and Compression Agreement dated August 1, 2006
Well: 100/10-19-068-08W5/00

UA4071

Deer Mountain Unit No. 2
Spyglass – 4%

WELL SCHEDULE TO PURCHASE AND SALE AGREEMENT

AREA	FORMATTED UWI	WELL NAME	STATUS	PRODUCT	CURRENT WORKING INTEREST
DEER MOUNTAIN	00/01-16-068-08W5/0	ARCAN 2-21 HZ SWANH 1-16-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/10-16-068-08W5/0	ARCAN SWANH 10-16-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/13-16-068-08W5/0	ARCAN SWANH 13-16-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/01-17-068-08W5/0	ARCAN 10-17 HZ SWANH 1-17-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/02-17-068-08W5/0	ARCAN SWANH 2-17-68-8	PRODUCING	OIL	3.57
DEER MOUNTAIN	00/10-17-068-08W5/0	ARCAN SWANH 10-17-68-8	INJECTION	WATER	3.57
DEER MOUNTAIN	00/11-17-068-08W5/0	ARCAN 12-20 HZ SWANH 11-17-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/13-17-068-08W5/0	ARCAN (2-17) HZ SWANH 13-17-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	02/14-17-068-08W5/0	ARCAN 10-19 HZ SWANH 14-17-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/02-19-068-08W5/0	ARCAN 10-24 HZ SWANH 2-19-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/06-19-068-08W5/0	ARCAN 4-28 DR SWANH 6-19-68-8	LOCATION		4.00
DEER MOUNTAIN	00/10-19-068-08W5/0	ARCAN SWANH 10-19-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	00/12-19-068-08W5/0	ARCAN SWANH 12-19-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	00/02-20-068-08W5/0	ARCAN 16-17 SWANH 2-20-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	00/06-20-068-08W5/0	ARCAN 10-17 HZ SWANH 6-20-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/08-20-068-08W5/0	ARCAN 12-20 HZ SWANH 8-20-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/12-20-068-08W5/0	ARCAN SWANH 12-20-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/13-20-068-08W5/0	ARCAN SWANH 13-20-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	02/13-20-068-08W5/0	ARCAN 4-28 HZ SWANH 13-20-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/02-21-068-08W5/0	ARCAN SWANH 2-21-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	00/04-21-068-08W5/0	ARCAN SWANH 4-21-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	02/10-21-068-08W5/0	ARCAN SWANH 10-21-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/12-21-068-08W5/0	ARCAN SWANH 12-21-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/14-21-068-08W5/0	ARCAN 4-28 DR SWANH 14-21-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/04-22-068-08W5/0	ARCAN SWANH 4-22-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/01-28-068-08W5/0	ARCAN SWANH 01-28-68-8	PRODUCING		4.00
DEER MOUNTAIN	00/02-28-068-08W5/0	ARCAN SWANH 2-28-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	00/02-28-068-08W5/2	ARCAN SWANH 2-28-68-8	ABANDONED	WATER	4.00
DEER MOUNTAIN	00/02-28-068-08W5/3	ARCAN SWANH 2-28-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	02/04-28-068-08W5/0	ARCAN SWANH 4-28-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/05-28-068-08W5/0	ARCAN 10-29 HZ SWANH 5-28-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/06-28-068-08W5/0	ARCAN 4-28 DR SWANH 6-28-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	00/10-28-068-08W5/0	ARCAN SWANH 10-28-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/11-28-068-08W5/0	ARCAN SWANH 11-28-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	02/11-28-068-08W5/0	ARCAN SWANH 11-28-68-8	LOCATION		4.00
DEER MOUNTAIN	00/12-28-068-08W5/0	ARCAN SWANH 12-28-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/14-28-068-08W5/0	ARCAN 2-33 DR SWANH 14-28-68-8	ABANDONED		4.00
DEER MOUNTAIN	02/14-28-068-08W5/0	ARCAN 2-33 DR SWANH 14-28-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/02-29-068-08W5/0	ARCAN SWANH 2-29-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/04-29-068-08W5/0	ARCAN SWANH 4-29-68-8	ABANDONED	WATER	4.00
DEER MOUNTAIN	00/05-29-068-08W5/0	ARCAN SWANH 5-29-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	02/09-29-068-08W5/0	ARCAN 12-29 HZ SWANH 9-29-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/10-29-068-08W5/0	ARCAN SWANH 10-29-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/11-29-068-08W5/0	ARCAN SWANH 11-29-68-8	LOCATION		4.00
DEER MOUNTAIN	00/12-29-068-08W5/0	ARCAN SWANH 12-29-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/14-29-068-08W5/0	ARCAN 14-29 DR SWANH 14-29-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/15-29-068-08W5/0	ARCAN SWANH 15-29-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/02-30-068-08W5/0	ARCAN SWANH 2-30-68-8	SUSPENDED	OIL	4.00
DEER MOUNTAIN	00/05-30-068-08W5/0	ARCAN 10-29 HZ SWANH 5-30-68-8	PRODUCING		4.00
DEER MOUNTAIN	00/06-30-068-08W5/0	ARCAN (12-20) HZ SWANH 6-30-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/07-30-068-08W5/0	ARCAN SWANH 7-30-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/08-30-068-08W5/0	ARCAN SWANH 8-30-68-8	ABANDONED	OIL	4.00
DEER MOUNTAIN	02/08-30-068-08W5/0	ARCAN (10-29) HZ SWANH 8-30-68-8	PRODUCING	OIL	4.00

DEER MOUNTAIN	00/09-30-068-08W5/0	ARCAN (15-29) HZ SWANH 9-30-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/10-30-068-08W5/0	ARCAN SWANH 10-30-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/12-30-068-08W5/0	ARCAN SWANH 12-30-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/16-30-068-08W5/0	ARCAN 10-32 SWANH 16-30-68-8	PRODUCING		4.00
DEER MOUNTAIN	02/16-30-068-08W5/0	ARCAN SWANH 16-30-68-8	ABANDONED		4.00
DEER MOUNTAIN	00/01-32-068-08W5/0	ARCAN 15-29 DR SWANH 1-32-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/02-32-068-08W5/0	ARCAN SWANH 2-32-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/07-32-068-08W5/0	ARCAN 10-32 DR SWANH 7-32-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/08-32-068-08W5/0	ARCAN 10-32 DR SWANH 8-32-68-8		OIL	4.00
DEER MOUNTAIN	02/08-32-068-08W5/0	ARCAN 15-29 HZ SWANH 8-32-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/09-32-068-08W5/0	ARCAN 10-32 DR SWANH 9-32-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/10-32-068-08W5/0	ARCAN SWANH 10-32-68-8	INJECTION	WATER	4.00
DEER MOUNTAIN	00/15-32-068-08W5/0	ARCAN SWANH 15-32-68-8	SUSPENDED		4.00
DEER MOUNTAIN	00/16-32-068-08W5/0	ARCAN 10-32 SWANH 16-32-68-8	PRODUCING	OIL	4.00
DEER MOUNTAIN	00/04-24-068-09W5/0	STRATH DEER MTN 4-24-68-9	ABANDONED	OIL	13.00

SCHEDULE “C”

ENCUMBRANCES AND CLAIMS

Part A – Non-Permitted Encumbrances

Not applicable.

Part B – Permitted Encumbrances

1. Any and all encumbrances and interests listed on the Title Documents (as defined in the APA).
2. Those Permitted Encumbrances defined in the APA.
3. Those Preferential Purchase Rights defined in the APA.