

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

That on the 29th day of July, 1977, the Board of Directors of AMOCO PRODUCTION COMPANY adopted the following Resolution:

"That AMOCO PRODUCTION COMPANY, a Delaware corporation, of Chicago, Illinois, hereby makes, constitutes and appoints J. W. VANDERBEEK, E. E. LAFAYE, M. S. KRAEMER and T. S. YANCEY of Denver, Colorado, or any of them, its true and lawful attorneys for it and in its name and behalf and for the sole and exclusive benefit of Amoco Production Company to execute and deliver any and all of the following instruments requiring execution and delivery in the name of the Company: Oil, gas and mineral leases and all applications and offers therefor, assignments of oil, gas and mineral leases and applications and offers therefor, or of any interest therein, and all statements of interest and holdings and any other necessary statements which are or may be required by the Federal Leasing Regulations of the United States of America in respect thereof; contracts for and pertaining to the development or operation of oil, gas and mineral lands and leases, or of any interest therein; contracts of and for the sale and purchase of real and personal property; contracts for and pertaining to the sale, purchase, processing, treating, acquisition, disposition and exchange of all crude oil, natural gas, casinghead gas, petroleum products, sulfur and chemicals, or any other products; unitization agreements and declarations; plans of development; designation of participating areas; drilling, construction, installation, operation and maintenance contracts relating to any and all wells, systems, plants, pipelines, structures, buildings, equipment, articles, vehicles and vessels, and any other things not herein specifically mentioned; farmout contracts, transfer and division orders; mineral and royalty deeds, conveyances, easements and right-of-way deeds, leases, subleases, mortgages, pledges, deeds of trust and bailments of real and personal property, or of any interest therein, contracts for making dry-hole and bottom-hole contributions; contracts and licenses pertaining to railroad right-of-way crossings of pipelines and electric power lines; affidavits concerning the drilling of wells and of production; applications for oil, gas and mineral leases, government permits, priorities and allocations, or for the renewal and extension thereof or suspension of obligations thereunder, or for the approval of assignments or releases of oil, gas and mineral leases, or interests therein, or of operating, royalty or other contracts described herein; contracts of insurance, indemnity and guaranty; contracts of labor and employment; collective bargaining agreements; bills, notes, checks and receipts; contracts, applications, bonds, permits and all other instruments with the United States Government or any agency thereof, TOGETHER with power and authority to execute lease bonds, operator's bonds, bonds on communitization agreements, consents of surety, and agreements indemnifying sureties on such bonds, and TOGETHER with full power and authority to execute any amendments, modifications, supplements, releases, renewals, extensions, cancellations, assignments and transfers of and pertaining to any of the instruments herein set forth, and to supply all things necessary or desirable to enable the Company to acquire, handle, maintain, extend, perpetuate, transfer or dispose of any and all rights created or evidenced by such instruments with full force and effect as if authority had been granted in each particular case by the Board of Directors of this Company, hereby expressly ratifying and confirming any and all acts heretofore performed under and by virtue of the powers and authority hereby conferred.

"Not by way of limitation, but by way of confirmation, the powers and authority hereby conferred shall include any and all of the above-described instruments and rights which may cover or pertain to lands of the United States or any State or Territory thereof, or oil, gas and mineral rights owned by the United States or any State or Territory thereof; or Tribal and Allotted Indian Lands.

"Amoco Production Company hereby agrees to be bound by all acts and representations of J. W. VANDERBEEK, E. E. LAFAYE, M. S. KRAEMER and T. S. YANCEY and each of them, done or made pursuant to the power and authority herein granted and waives all defenses to disaffirm or negate all actions performed by them, or any of them, pursuant hereto.

"Amoco Production Company represents and warrants that there is not now any agreement or understanding, oral or written, between it and the said J. W. VANDERBEEK, E. E. LAFAYE, M. S. KRAEMER and T. S. YANCEY, or any of them, and that it will not during the term hereof enter into any agreement or understanding with them, or any of them, whereby they, or any of them, acquire or will acquire in any manner whatsoever, any interest in any oil, gas or mineral lease or any application or offer therefor, or any assignment thereof, executed by them, or any of them, as attorney for Amoco Production Company pursuant to the power and authority granted herein. Further, the power and authority granted herein is subject to the specific limitation that the exercise thereof shall be for the sole and exclusive benefit of Amoco Production Company and not in behalf of any other person in whole or in part.

"The power and authority hereby conferred upon said named persons shall be effective as of July 10, 1977, and shall continue in full force and effect as to each of them unless and until such power and authority is expressly and duly revoked by the Board of Directors of this Company and evidence thereof is duly recorded in any registry in which this instrument is recorded.

"The power and authority heretofore granted and conferred upon J. W. VANDERBEEK, CARL L. CAIN, P. J. EARLY and T. S. YANCEY of Denver Colorado by Power of Attorney dated February 21, 1975, and the power and authority heretofore granted and conferred upon M. S. KRAEMER of Denver Colorado (then of Chicago, Illinois) by Power of Attorney dated October 18, 1974, are hereby revoked and cancelled, effective as of July 10, 1977. All acts heretofore done prior to the effective date and cancellation of said Powers of Attorney pursuant to the terms thereof by J. W. Vanderbeek, Carl L. Cain, P. J. Early, M. S. Kraemer and T. S. Yancey, or any of them, are hereby ratified and confirmed.

"Nothing herein contained shall be construed to revoke, amend or otherwise affect or limit the powers of the above-named, or any of them, under any power of attorney previously granted by this Company.

"The President and the several Vice Presidents, and the Secretary and the Assistant Secretaries be, and they hereby are, authorized to execute and attest any and all instruments evidencing the power and authority hereby conferred upon said named persons in the first paragraph hereof."

SEAL
Affixed

C E R T I F I C A T E

I, HARRY O. HICKMAN, duly elected Assistant Secretary of Amoco Production Company, a Delaware corporation, do hereby certify that the above is a true and exact copy of the Resolution adopted by the Board of Directors of said corporation on July 29, 1977, and that said Resolution is in full force and effect on this 9th day of August, 1977.

Harry O. Hickman
Assistant Secretary

SEAL
Affixed

Subscribed and sworn to before me this 9th day of August, 1977.

My Commission expires:
January 17, 1981

Notary Public
RECORDED AT THE REQUEST OF Amoco Production Co.
on September 6, 1977 at 27 mins. past 9 A.M.
-2- Book 60 of GENERAL RECORDS, pages 522-523
EUREKA COUNTY, NEVADA. VALUE OF INSTRUMENT 4.00
Folio No. 63573 Fee 4.00
BOOK 60 PAGE 523

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