

92880

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that Norse Petroleum (U.S.) Incorporated, a Delaware Corporation with offices at 11777 Katy Freeway, Houston, Texas 77079 ("Norse"), does hereby make, constitute and appoint Mr. Robert L. Duncan of 11777 Katy Freeway, Houston, Texas 77079 ("Duncan"), its true and lawful attorney-in-fact for it and in its name, place and stead, and on its behalf, and for its use and benefit:

1. To execute and deliver on behalf of, and in the name of, Norse all filings, applications, bids, assignments, deeds, contracts and other agreements relating to the obtaining or disposal of minerals and mineral properties, including but not limited to hardrock mineral leases and oil and gas leases within the continental limits and the adjacent offshore waters of the United States of America, and to execute and deliver all other such contracts and other documents, instruments and agreements as may be necessary to sell or purchase such mineral properties and leases and the mineral, oil and gas products thereof, and to execute and deliver such contracts and other documents, instruments and agreements for the operation, exploitation or exploration of such mineral, oil and gas properties and leases, including joint venture agreements regarding any of the above.

2. To take such actions, execute and deliver contracts and other documents, instruments and agreements and do such other things as are properly within Duncan's power pursuant to the provisions hereof.

3. To state accounts and to sue and prosecute, collect, compromise, or settle all claims or demands due, owing and payable, which may become due, owing and payable to Norse and to adjust, settle and pay all claims and demands that now exist against Norse or may hereafter arise in connection with the business set forth in Paragraph 1 hereof, and to appear for and in behalf of and in the name of Norse generally and specifically and to intervene in, defend, prosecute and appeal all actions, suits and legal proceedings in all courts of the United States of America, both State and Federal, and to engage, reasonably compensate and retain such attorneys and counsel as may be reasonable, necessary and appropriate.

4. To institute and defend suits and actions involving the Corporation's interests in Garvin County, Oklahoma properties, as Duncan deems advisable in the exercise of his reasonable business judgment, including but not limited to the employment of counsel and filing of claims and pleadings in the pending bankruptcy proceedings regarding Bunker Exploration Company.

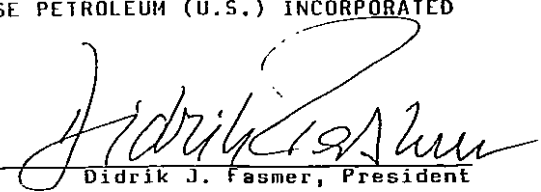
5. The rights, powers and authority of said attorney-in-fact herein granted shall commence and be in full force and effect on October 14, 1983, and such rights, powers and authority shall remain in full force and effect for five years from the date hereof unless earlier cancelled or revoked during such period by Norse filing written notice of such revocation in the office of County Clerk of Harris County, Texas, such revocation to become effective when so filed.

6. Contracts and other documents, instruments and agreements with respect to the transactions set forth below, entered into and executed by Duncan as attorney-in-fact for Norse are hereby ratified and confirmed:

1. Northwest Eola, T1N, R3W, Garvin County, Oklahoma, with Bunker Exploration Company.
2. Nell-Marianne, T1N, R3W, Garvin County, Oklahoma, with Bunker Exploration Company.
3. Edna Field, T7S, R 4&5 W, Jefferson Davis Parish, Louisiana, with Prairie Producing Company.
4. Southeast Ellis, T9S, R1E, Acadia Parish, Louisiana, with Minden Oil and Gas Inc.
5. Ashford Field, Lavaca County, Texas, with Ashford Oil and Gas Company.
6. Southeast Buckeye, Matagorda County, Texas, with Adobe Oil and Gas Corp.
7. Triad Exploration Venture, State of Texas.
8. Eureka Mineral Properties, State of Nevada.

NORSE PETROLEUM (U.S.) INCORPORATED

By:


Didrik J. Fasmer, President

STATE OF TEXAS |
COUNTY OF HARRIS |

BEFORE ME, the undersigned authority, on this day personally appeared Didrik J. Fasmer, known to me to be the person whose name is subscribed to the foregoing instrument as President of Norse Petroleum (U.S.) Incorporated, a Delaware corporation, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31st day of January, 1984.



Carolee Chung
Notary Public in Harris County
for The State of Texas

My commission expires August 7, 1985.

RECORDED AT REQUEST OF
Norse Petroleum (U.S.) Inc.
BOOK 121 PAGE 343

84 FEB 21 A10: 59

OFFICIAL RECORDS
EUREKA COUNTY, CALIFORNIA
M.H. REBELEAU, RECORDER
FILE NO. 92880
FEE \$ 8.00