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POWER OF ATTORNEY

125759

KNOW ALL MEN BY THESE PRESENTS:

That 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 DALE D. GILLIAM, W. S. DAVIS, W. R. FRANCIS, H. AB IORWERTH, J. C. BURTON, G. W. CHIPMAN, JOHN H. MIERS, R. N. STEINHOOR, JOHN D. HAMRICK, TED D. AUTRY, and D. M. BASINGER 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 dryhole 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, bids, and offers 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, bids, offers, bond, permits and all other instruments with the United States Government or any agency thereof, and the States and Territories of the United States, or agencies thereof, TOGETHER with power and authority to execute lease bonds, operator's bonds, bonds on communitization agreements, consent 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.

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"Amoco Production Company hereby agrees to be bound by all acts and representations of DALE D. GILLIAM, W. S. DAVIS, W. R. FRANCIS, H. AB IORWERTH, J. C. BURTON, G. W. CHIPMAN, JOHN H. MIERS, R. N. STEINHOOR, JOHN D. HAMRICK, TED D. AUTRY and D. M. BASINGER of Denver, Colorado 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 DALE D. GILLIAM, W. S. DAVIS, W. R. FRANCIS, H. AB IORWERTH, J. C. BURTON, G. W. CHIPMAN, JOHN H. MIERS, R. N. STEINHOOR, JOHN D. HAMRICK, TED D. AUTRY and D. M. BASINGER of Denver, Colorado 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 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 March 6, 1988, and shall continue in full force and effect as to each of them unless 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 DALE D. GILLIAM, W. S. DAVIS, W. R. FRANCIS, H. AB IORWERTH, J. C. BURTON, G. W. CHIPMAN, R. T. KILLIAN, J. H. MIERS, R. N. STEINHOOR, JOHN D. HAMRICK, and TED D. AUTRY of Denver, Colorado, by Power of Attorney dated March 6, 1988, is hereby revoked and cancelled, effective as of the close of business July 9, 1988. All acts heretofore done prior to the effective date of cancellation of said Power of Attorney pursuant to the terms thereof by DALE D. GILLIAM, W. S. DAVIS, W. R. FRANCIS, H. AB IORWERTH, J. C. BURTON, G. W. CHIPMAN, R. T. KILLIAN, J. H. MIERS, R. N. STEINHOOR, JOHN D. HAMRICK, and TED D. AUTRY of Denver, Colorado, 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 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.

C E R T I F I C A T E

I, GARY L. PAULSON, 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, and that said Resolution is in full force and effect on this 9th day of July, 1988.

SEAL  
Affixed

*Gary L. Paulson*  
Assistant Secretary

Subscribed and sworn to before me this 9th day of July, 1988.

*Stephanie Boy*  
Notary Public  
1670 Broadway  
Denver, Colorado 80201

SEAL  
Affixed  
My Commission Expires: November 27, 1988

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RECORDED AT THE REQUEST OF  
Amesco Production Co  
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DEC 22 P223

OFFICIAL RECORDS  
EUREKA COUNTY, NEVADA  
M.H. REBALATI, RECORDER  
FILE NO. FILE \$ 7.00  
125759

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