

POWER OF ATTORNEY

The undersigned, CITIES SERVICE COMPANY, a Delaware corporation, by these presents, does make, constitute and appoint Jack Phillips, and C. H. Adams, and David A. Hentschel, and R. W. Dotson, and R. E. Sampson, and P. W. J. Wood, and Jack R. Place, and John V. Yard, and J. D. Montgomery, and V. W. Cleveland, and C. R. Garner, and C. G. Niernberger, and John M. Armstrong, and Sam W. Franklin, and Chas. M. Hartwell, and John W. Young, and L. H. Stayton, and R. P. Pasque, and Mark F. Payton, and Wiley C. Hill, and J. K. Brothers, and each of them acting individually, its true and lawful Attorneys-in-Fact for it and in its name, place and stead, to enter into, execute, acknowledge and deliver on behalf of this corporation the instruments designated and described below:

- (1) Agreements pooling royalty on any or all minerals of this corporation under oil, gas and/or other mineral leases with royalty on any or all minerals under oil, gas and/or other mineral leases of third parties
- (2) Agreements pooling oil, gas and/or other mineral leases and the rights thereunder of this corporation with oil, gas and/or other mineral leases or minerals and rights thereunder of third parties
- (3) Agreements providing for the joint or unit development of oil, gas and/or other mineral leases or minerals of this corporation with oil, gas and/or other mineral leases or minerals of third parties
- (4) Agreements pooling unleased interests in minerals of this corporation with unleased mineral rights and/or rights in oil, gas and/or other mineral leases of third parties
- (5) Agreements pledging contributions to third parties in connection with the drilling of wells
- (6) Agreements subordinating oil, gas and/or other mineral leases or minerals and the rights thereunder of this corporation to the rights of third parties
- (7) Agreements for the purchase, or exchange, of minerals or oil, gas and/or other mineral leases or interests in minerals or oil, gas and/or other mineral leases and assignments, leases or deeds pursuant thereto
- (8) Agreements for the sale, lease or assignment of minerals and/or oil, gas and/or other mineral leases and the necessary instruments pursuant thereto
- (9) Agreements for the renting, leasing, purchase and/or sale of real property and/or personal property and the necessary instruments pursuant thereto
- (10) Division orders and Transfer orders covering sale of oil, gas and/or other minerals

- (11) Agreements for geological and geophysical exploration work and any other agreements for test well drilling, and any and all other agreements of a functional nature pertaining to the acquisition, exploration, testing, development, and operation of oil, gas and/or other mineral properties
- (12) Easements of lands owned by this corporation
- (13) Oil, gas and/or other mineral leases on fee lands and on mineral rights in lands of this corporation wherever situated
- (14) Oil, gas and/or other mineral leases on lands of members of any Tribe of Indians and/or lands of Natives, on mineral interests of any Indian Tribe and/or Native corporation, company, or organization, on public lands and other lands of the United States of America wherever situated, on public lands and other lands of any State and of any subdivision of any State wherever situated, in which this corporation is lessee
- (15) Oil, gas and/or other mineral leases on any land or mineral interest regardless of ownership wherever situated, in which this corporation is lessee
- (16) Agreements for the sale of mineral producing properties, oil, gas and/or other mineral leases, and other mineral interests owned by this corporation
- (17) Assignments, transfers, conveyances, deeds, oil, gas and/or other mineral leases, bills of sale and other instruments in connection with sales of leases, wells and related facilities and/or installations, together with personal property in, on and/or serving the properties sold
- (18) Make bids, applications and filings, and to sign and execute the same in behalf of this corporation for oil, gas and/or other mineral leases on lands of the United States of America and any State owned lands, including such lands embraced within the area called "the Outer Continental Shelf", on lands of any Indian Tribe, on lands of any Native corporation, company or organization
- (19) Leases of the surface of lands wherever situated of this corporation for agricultural grazing and other purposes
- (20) Subleases of rights under surface leases and under oil, gas and/or other mineral leases of this corporation
- (21) Releases and surrenders of oil, gas and/or other mineral leases and easements in real estate wherever situated
- (22) Agreements for consulting services and/or other personal services
- (23) Saltwater disposal agreements and right of way agreements and agreements for construction of facilities necessary for the functional operation thereof
- (24) Development contracts, unit agreements and other agreements relating thereto with the federal, state and local governments and the various departments, agencies and branches thereof
- (25) Assignments and/or partial assignments of oil, gas and/or other mineral leases covering federal, state or other lands

(26) Assignments of operating rights and designations of operator under oil, gas and/or other mineral leases covering federal, state or other lands


Said Attorneys-in-Fact are hereby granted full and complete power and authority to execute, acknowledge and deliver such other documents and instruments and to do such things and perform such acts as may be necessary or convenient in connection with the foregoing.


CITIES SERVICE COMPANY hereby declares that each and every act, matter and thing which shall be given, made and done by said Jack Phillips, and C. H. Adams, and David A. Hentschel, and R. W. Dotson, and R. E. Sampson, and P. W. J. Wood, and Jack R. Place, and John V. Yard, and J. D. Montgomery, and V. W. Cleveland, and C. R. Garner, and C. G. Niernberger, and John M. Armstrong, and Sam W. Franklin, and Chas. M. Hartwell, and John W. Young, and L. H. Stayton, and R. P. Pasque, and Mark F. Payton, and Wiley C. Hill, and J. K. Brothers, in connection with the exercise of any or all of the aforesaid powers shall be as good, valid and effectual to all intents and purposes as if the same has been given, made and done by said CITIES SERVICE COMPANY in its corporate presence and it hereby ratifies whatsoever said Attorneys, or any of them, shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, CITIES SERVICE COMPANY has hereunto caused its name to be subscribed and its corporate seal to be affixed this 30th day of August, 1977.

ATTEST:

CITIES SERVICE COMPANY


Garrett Lowe
Assistant Secretary


Fred H. Ramseur, Jr.
Executive Vice President

STATE OF OKLAHOMA)
) SS
COUNTY OF TULSA)

Before me, the undersigned, a Notary Public, in and for said County and State, on this 30th day of August, 1977, personally appeared Fred H. Ramseur, Jr., to me known to be the identical person who subscribed the name of the maker thereof to the within and foregoing instrument as its Executive Vice President and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.


Witness by hand and official seal the day and year last above written.




Adelle Beathe, Notary Public

No. 62863B
FILED AND RECORDED AT REQUEST OF
Cities Service Company
September 28, 1978

AT 1 MINUTES PAST 1 O'CLOCK
P M IN BOOK 27 OF OFFICIAL
RECORDS, PAGE 337 LINCOLN

COUNTY, NEVADA.

COUNTY RECORDER