

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

For TEN DOLLARS and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, Suite 780, One Allen Center, Houston, Texas 77002 ("CIEDC") hereby sells, assigns, transfers and sets over unto ROBERT H. CLEMENTS, in his capacity as INDIVIDUAL TRUSTEE of Continental Illinois Employees Pension Trust, 231 South LaSalle Street, Chicago, Illinois 60693 (the "Trustee"), for the benefit of said Continental Illinois Employees Pension Trust (the "Trust"), (1) an overriding royalty interest of one-fourth of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Part I of Exhibit A attached hereto and made by this reference a part hereof, insofar as they cover the land described in said Part I of Exhibit A, (2) an overriding royalty interest of .125 of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Part II of Exhibit A attached hereto and by this reference made a part hereof, insofar as they cover the land described in said Part II of Exhibit A, and (3) an overriding royalty interest of .475 of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Part III of Exhibit A attached hereto and by this reference made a part hereof, insofar as they cover the land described in said Part III of Exhibit A.

This Assignment is subject to all of the terms and conditions of, and sells, assigns, transfers and sets over only such right, title and interest as CIEDC acquired pursuant to, (a) those certain Assignments of Overriding Royalty Interest executed July 16, 1980 by The Anschutz Corporation to CIEDC (the "Anschutz Assignments") and recorded and filed as set forth on Schedule I hereto and (b) those certain Assignments of Overriding Royalty Interest executed July 16, 1980 by Mountain States Gas Development Company to CIEDC (the "Mountain States Assignments") and recorded and filed as set forth on Schedule II hereto. A copy of the text of the Anschutz Assignments (without exhibit), all of which are identical except for the specific contents of their respective exhibits, is attached hereto as Exhibit B and by this reference made a part hereof, and copies of the text of the Mountain States Assignments (without exhibit), of which there are three forms, all of which are identical except for the size of the overriding royalty interests conveyed thereby and the specific contents of their respective exhibits, are attached hereto as Exhibits C-1, C-2 and C-3 and by this reference made a part hereof.

This Assignment has been or may be executed in several counterparts, all of which are identical, except that in certain counterparts portions of all of Parts I, II and III of Exhibit A which contain specific descriptions of property situated in states or counties other than the state or county in which the particular counterpart is to be filed or

Lincoln County

recorded may have been omitted. Each counterpart shall for all purposes be deemed to be an original, and all such counterparts shall together constitute and be one and the same instrument.

Rights and obligations under this Assignment shall be binding upon and inure to the benefit of CIEDC, the Trustee and their respective personal representatives, heirs, successors and assigns. In case of the death, resignation or removal of the Trustee as Individual Trustee of the Trust and the appointment of a successor Trustee for the Trust, so long as such appointment is in writing by instrument of substitution complying with any applicable requirements of law and of the Trust, upon the making of any such appointment and designation this conveyance shall vest in the named successor Trustee all the estate and title of the prior Trustee in all of the right, title and interest conveyed hereby and such successor Trustee shall thereupon succeed to all the rights, powers, privileges, immunities and duties hereby conferred upon the prior Trustee, without necessity of any formality not expressly required by law. All references herein to the Trustee shall be deemed to refer to the Individual Trustee of the Trust from time to time acting thereunder.

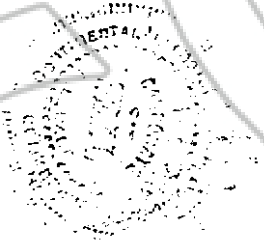
This Assignment is executed as of the 31st day of December, 1980, without warranties of title, whether express or implied.

CONTINENTAL ILLINOIS ENERGY
DEVELOPMENT CORPORATION

ATTEST:

Arthur M. Kelen By
Assistant Secretary

G. H. ...
Vice President



Lincoln County

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

BE IT REMEMBERED, that I, ROSEMARY FERRIGNA, a Notary Public duly qualified, commissioned, sworn and acting in and for the County and State aforesaid, hereby certify that on this 31st day of December, 1980:

ILLINOIS

On this day personally appeared before me GORDON R. HAWORTH, the Vice President, and ARTHUR M. GALEN, the Assistant Secretary of CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, and being first duly sworn by me severally acknowledged that they signed the foregoing instrument in the respective capacities therein set forth and declared that the statements therein contained are true.

ARIZONA

GORDON R. HAWORTH, the Vice President and ARTHUR M. GALEN, the Assistant Secretary of CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, acknowledged this instrument before me.

UTAH

Personally appeared before me GORDON R. HAWORTH and ARTHUR M. GALEN, who, being by me duly sworn, did say, that they are the Vice President and Assistant Secretary, respectively, of CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, and that said instrument was signed on behalf of said corporation, and said Vice President and Assistant Secretary acknowledged to me that said corporation executed the same.

NEW MEXICO

The foregoing instrument was acknowledged before me this day by GORDON R. HAWORTH and ARTHUR M. GALEN, the Vice President and Assistant Secretary, respectively, of CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, on behalf of said corporation.

IDAHO

Personally appeared GORDON R. HAWORTH and ARTHUR M. GALEN, known to me to be the Vice President and Assistant Secretary of CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, the persons who executed the above instrument on behalf of said corporation and acknowledged to me that said corporation executed the same.

NEVADA

The foregoing instrument was acknowledged before me this day by GORDON R. HAWORTH and ARTHUR M. GALEN, the Vice

Lincoln County

President and Assistant Secretary, respectively, of CONTIN-
ENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, on behalf of
said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

Barbara J. Hamilton
Notary Public

My Commission Expires:

My Commission Expires April 29, 1984



Lincoln County

SCHEDULE I

RECORDING DATA

Assignment of Overriding Royalty Interest

(*assignment filed in more than 1 county)

Anschutz Corporation

Nevada

Federal leases

Lincoln County	10/15/80	3:55pm	70071
Clark County	10/15/80	2:15pm	1297

Bureau of Land Management	10/15/80	----	----
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New Mexico

Federal leases

Hidalgo County	10/15/80	10:41am	Book 27 pgs. 621-645
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Bureau of Land Management	----	----	----
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State leases

Grant County	10/17/80	1:30pm	Book 28 pgs. 29-47
Dona Ana County	10/17/80	11:40am	11002
Luna County	10/17/80	9:24am	1-80-1703
Hidalgo County	10/20/80	10:53am	Book 27 pgs. 670-693

Commissioner of Public Lands, Sante Fe, N.M.	9/2/80	9:56am	2-3093
	9/2/80	9:56am	2-3094
	9/2/80	9:56am	2-3095
	9/2/80	9:56am	2-3096

Fee Leases

Hidalgo County	8/26/80	4:27pm	5222
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Idaho

Federal leases

Bonneville County	10/14/80	2:07pm	594793
*(Teton-86451)	10/14/80	2:08pm	594794
Teton County			
*(Bonneville-594794)	10/23/80	9:15am	86451
Madison County	11/7/80	9:10am	186347
Caribou County	10/14/80	10:00am	106419
Jefferson County	10/14/80	2:08pm	206266
Bingham County	10/14/80	12:29pm	271825

Bureau of Land Management	----	----	----
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State leases

Bonneville County	10/14/80	2:00pm	594792
Madison County	11/7/80	9:20am	186349
*(Jefferson-207098)	11/7/80	9:15am	186348
Jefferson County			
*(Madison-186348)	12/8/80	9:58am	207098
Power County	10/15/80	12:50pm	121672
Oneida County	10/14/80	4:20pm	101680

Dept. of Lands

State of Idaho	10/15/80	9:07am	----
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Fee leases

Oneida County	8/25/80	2:00pm	101471
*(Power-122079)	8/25/80	2:05pm	101472
Power County	8/25/80	1:06pm	121286
*(Oneida-101472)	12/8/80	10:45am	122079
Madison County	8/26/80	9:20am	185460

Lincoln County

Arizona

Federal leases

Pima County	10/17/80	10:10am	111314
*(Cochise-)	10/17/80	10:10am	111315
Cochise County	10/30/80	10:05am	22579
*(Pima-111315)	----	----	----
Pinal County	10/17/80	9:00am	659216
Maricopa County	10/17/80	4:30pm	14769
*(Yuma-)	10/17/80	4:30pm	14768
Yuma County	10/17/80	11:51am	24977
*(Maricopa-14768)	----	----	----
Mohave County	11/6/80	8:00am	80-36674
Bureau of Land Management	10/14/80	7:45am	----

State leases

Cochise County	11/6/80	2:35pm	23155
Pima County	10/20/80	10:50am	111936
*(Santa Cruz-6413)	----	----	----
Gila County	10/20/80	4:55pm	461757
*(Pinal-659218)	----	----	----
Graham County	11/4/80	11:45am	5493
*(Greenlee-)	11/4/80	11:45am	5494
Yuma County			
*(Mohave-)	11/3/80	2:43pm	26280
*(Maricopa-)	11/3/80	2:43pm	26281
	11/3/80	2:43pm	26282
*(Yavapai-35000)	----	----	----
Maricopa County	10/17/80	4:30pm	339425
*(Yuma-26281)	----	----	----
*(Yavapai-35002)	----	----	----
Greenlee County	10/20/80	10:10am	2747
*(Graham-5494)	----	----	----
Mohave County	11/6/80	8:00am	80-36673
*(Yuma-26280)	----	----	----
*(Yavapai-35001)	----	----	----
Yavapai County			
*(Maricopa-)	11/3/80	11:35am	35002
*(Mohave-)	11/3/80	11:35am	35001
*(Yuma-)	11/3/80	11:35am	35000
	11/3/80	11:35am	35003
Santa Cruz County			
*(Pima-)	10/20/80	3:00pm	6413
	10/20/80	3:00pm	6412
Pinal County			
*(Gila-)	10/17/80	9:00am	659218
	10/17/80	9:00am	659217

Dept. of Conservation & Natural Resources

Fee Leases

Pinal County			
*(Pima-109587	10/14/80	9:00am	658863
*(Cochise-)			
*(Gila-461315)	10/14/80	9:00am	658864
*(Pima-)	10/14/80	9:00am	658865
*(Cochise-22581)			
*(Graham-)			
*(Maricopa-345673)	10/14/80	9:00am	658866
	10/14/80	9:00am	658867
Gila County			
*(Pinal-658864)	10/14/80	4:15pm	461315
Pima County	10/14/80	9:40am	109586
*(Pinal-658863)	10/14/80	9:40am	109587
*(Cochise-)			
*(Cochise-22580)	10/14/80	9:40am	109588
*(Pinal-658865)	----	----	----
*(Cochise-22581)			
*(Graham-)			
Cochise County	10/30/80	10:05am	22582
*(Pinal-658863)	----	----	----
*(Pima -109587)			

Lincoln County

* (Pima-109588)	10/30/80	11:05am	22580
* (Pinal-658865)	10/30/80	11:05am	22581
(Pima-)			
(Graham-)			
Graham County			
* (Pinal-658865)	----	----	----
* (Pima-)			
* (Cochise-22581)			
Yuma County	10/15/80	3:30pm	24783
* (Maricopa-345674)	10/15/80	3:30pm	24784
Mohave County	10/14/80	8:00am	80-33652
Maricopa County			
* (Pinal-658866)	10/23/80	11:30am	345673
* (Yuma-24784)	10/23/80	11:30am	345674
	10/23/80	11:30am	345675

Utah

Federal leases			
Washington County	10/21/80	10:56am	221281
Beaver County			
*(Piute-)	10/29/80	2:00pm	143015
*(Iron-)	10/29/80	2:00pm	143016
	10/29/80	2:00pm	143017
Piute County			
*(Beaver-143015)	----	----	----
Iron County			
* (Beaver-)	11/7/80	9:00am	222952
Juab County			
* (Utah-37216)	11/7/80	11:44am	167610
Salt Lake County	10/27/80	9:23am	3494601
Davis County	11/7/80	1:51pm	579005
Box Elder County	10/21/80	11:45am	81426H
*(Cache-)	10/21/80	11:50am	81427H
Utah County	10/27/80	11:12am	37215
*(Juab-)	10/27/80	11:12am	37216
Cache County			
*(Box Elder-81427H)	----	----	----
Bureau of Land Management			
	----	----	----
State leases			
Washington County	10/21/80	10:56am	221280
Utah County	10/27/80	11:17am	37217
*(Juab-)	10/27/80	11:21am	37219
Weber County	10/22/80	11:54am	822642
Millard County			
*(Beaver-)	10/27/80	8:30am	34702
	10/27/80	8:30am	34703
Beaver County	10/29/80	2:00pm	143014
*(Millard-34702)	----	----	----
Box Elder County	10/21/80	11:55am	81428H
*(Cache-)	10/21/80	12:00am	81429H
Cache County			
*(Box Elder-81429)	----	----	----
Salt Lake County	10/27/80	9:23am	3494600
Davis County	11/7/80	1:50pm	579004
Iron County	11/7/80	9:00am	222953
Juab County			
*(Utah-)	11/7/80	11:31am	167603
	11/7/80	11:32am	167604
State of Utah			
State Land Board	10/30/80	8:00am	---
(Anschutz and Mountain States)			
Fee leases			
Utah County			
*(Juab-167026)	9/2/80	9:12am	29641
	9/2/80	9:18am	29642
Juab County			
*(Utah-29641)	9/2/80	12:42pm	167026
	9/2/80	12:46pm	167029
Davis County	9/2/80	3:05pm	573022
Box Elder County	9/8/80	4:55pm	80529H

Lincoln County

SCHEDULE II

RECORDING DATA

Assignment of Overriding Royalty Interest
 (*assignment filed in more than 1 county)

Mountain States Gas Development Company - .25

Utah

Federal leases

Juab County				
*(Millard-_____)	11/7/80	11:45am	167609	
Millard County	11/7/80	11:43am	167611	
*(Juab-167609)	-----	-----	-----	
	10/27/80	8:30am	34701	
Sevier County	10/27/80	3:45pm	207070	
Sanpete County	10/21/80	8:30am	254518	

State leases

Juab County	11/7/80	11:34am	167606	
Sanpete County				
*(Sevier-_____)	10/21/80	8:30am	254515	
Sevier County	10/21/80	8:30am	254516	
*(Sanpete-254515)	-----	-----	-----	

Fee leases

Sanpete County	9/8/80	8:30am	253703	
*(Millard-314138)	9/8/80	8:30am	253704	
Millard County				
*(Sanpete-253704)	9/8/80	8:30am	34138	
	9/8/80	8:30am	34135	
Juab County	9/2/80	12:40pm	167024	
Sevier County	9/8/80	11:15am	206230	

Mountain States Gas Development Company-.125

Utah

Federal leases

Juab County				
*(Sanpete-_____)	11/7/80	11:42am	167612	
Sanpete County	11/7/80	11:50am	167613	
*(Juab-167612)	-----	-----	-----	
	10/21/80	8:30am	254519	
Sevier County	10/21/80	8:30am	254520	
*(Sanpete-254519)	-----	-----	-----	
	10/27/80	3:45pm	207071	
Millard County	10/27/80	8:30am	34700	
Utah County	10/27/80	11:20am	37218	

State leases

Juab County	11/7/80	11:33am	167605	
Sevier County	10/27/80	3:45pm	207072	
Millard County	10/27/80	8:30am	34704	

Fee leases

Juab County	9/2/80	12:43pm	167027	
Millard County	9/8/80	8:30am	34137	
Sevier County	9/8/80	11:15am	206232	

Lincoln County

Mountain States Gas Development Company-.475

Utah

Federal leases

Juab County	11/7/80	11:35am	167608
Sevier County	10/27/80	3:45pm	207073
*(Millard-34707)	----	----	----
Millard County			
*(Sevier-_____)	10/27/80	8:30am	34707
	10/27/80	8:30am	34706
Utah County	10/27/80	11:24am	37220

State leases

Juab County	11/7/80	11:34am	167607
Sanpete County	10/21/80	8:30am	254517
Millard County	10/27/80	8:30am	34705
Utah County	10/27/80	11:21am	37219

Fee leases

Sanpete County	9/8/80	8:30am	253701
*(Juab-167025)	9/8/80	8:30am	253702
Juab County			
*(Sanpete-253702)	9/2/80	12:41pm	167025
	9/2/80	12:45pm	167028
Millard County	9/8/80	8:30am	34136
Sevier County	9/8/80	11:15am	206231

--- Blanks indicate acknowledgment copy yet to be received.

*() Indicates Assignment has been filed in more than one county.

eg. Bonneville County	10/14/80	594793
*(Teton-86451)	10/14/80	594794
*(Pinal-658865)	10/14/80	594795
*(Cochise-22581)		

In this example number 594793 was filed only in Bonneville County. 594794 was filed in Bonneville and in Teton Counties. Number 594795 was filed in Bonneville, Pinal and Cochise Counties.

Lincoln County

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Utah

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Mountain States Gas Development Company

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Part III

Mountain States Gas Development Company

Utah

Federal leases

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Millard County

Utah County

State leases

Juab County

Sanpete County

Millard County

Utah County

Fee leases

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LEASE SCHEDULE

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EXHIBIT "A", PAGE 22

STATE OF Nevada

COUNTY OF Lincoln

RECORD NO. LEASE NO. LESSOR LESSEE DATE TERM DESCRIPTION GROSS ACRES NET ACRES RECORDED PAGE

RECORD NO.	LEASE NO.	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED PAGE
NV-4487-A	N-20139	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R66E, N6M Section 1: All Section 2: All Section 11: All Section 12: All	2560.00	2560.00	
NV-4487-B	N-20140	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R66E, N6M Section 13: All Section 14: All Section 23: All Section 24: All	2560.00	2560.00	
NV-4487-C	N-20141	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R66E, N6M Section 25: All Section 26: All Section 35: All Section 36: All	2560.00	2560.00	
NV-4487-D	N-20142	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R66E, N6M Section 3: All Section 10: All Section 15: All Section 22: All	2560.00	2560.00	
NV-4487-E	N-20143	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R66E, N6M Section 27: All Section 34: All T10S-R66E, N6M Section 34: All Section 35: All	2288.00	2288.00	
NV-4487-F	N-20144	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R66E, N6M Section 36: All	504.00	504.00	

LEASE SCHEDULE

EXHIBIT "A", PAGE 23, STATE OF Nevada, COUNTY OF Lincoln

LEASE NO.	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	LAND AREA	NET ACRE'S	RENT PER ACRE PER YEAR
NV-4487-K	N-20145	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R67E, NDM Section 23: All Section 24: All Section 25: All Section 26: All	2560.00	2560.00	2560.00
NV-4487-L	N-20146	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R67E, NDM Section 22: All Section 27: All Section 35: All Section 34: All	2560.00	2560.00	2560.00
NV-4487-N	N-20147	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R67E, NDM Section 36: All	2044.00	2044.00	2044.00
NV-4487-O	N-20148	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R67E, NDM Section 31: All Section 32: All Section 33: All	1505.00	1505.00	1505.00
NV-4487-P	N-20149	The Anschutz Corporation		10 yrs.	T10S-R67E, NDM Section 1: All Section 2: All Section 3: All Section 4: All	2560.00	2560.00	2560.00
NV-4487-Q	N-20150	The Anschutz Corporation		10 yrs.	T10S-R67E, NDM Section 9: All Section 10: All Section 11: All Section 12: All	2560.00	2560.00	2560.00

LEASE SCHEDULE

EXHIBIT "A", PAGE Bravada STATE OF Lincoln COUNTY OF Lincoln

LEASE NO.	LESSOR	LEASEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
RV-4487-Q	N-20151	The Anschutz Corporation		10 yrs.	T11S-R67E, MDM Section 13: All Section 14: All Section 15: All Section 16: All	2560.00	2560.00	
RV-4487-R	N-20152	The Anschutz Corporation		10 yrs.	T11S-R67E, MDM Section 21: All Section 22: All Section 23: All Section 24: All	2560.00	2560.00	
RV-4487-T	N-20154	The Anschutz Corporation		10 yrs.	T11S-R67E, MDM Section 33: All Section 34: All Section 35: All Section 36: All	2560.00	2560.00	
RV-4487-U	N-20155	The Anschutz Corporation	12-1-79	10 yrs.	T11S-R67E, MDM Section 5: All Section 6: All Section 7: All Section 8: All	2544.00	2544.00	
RV-4487-V	N-20156	The Anschutz Corporation		10 yrs.	T11S-R67E, MDM Section 17: All Section 18: All Section 19: All Section 20: All	2547.00	2547.00	
RV-4487-W	N-20157	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R67E, MDM Section 29: All Section 30: All Section 31: All Section 32: All	2550.00	2550.00	

LEASE SCHEDULE

EXHIBIT "A", PAGE STATE OF Nevada COUNTY OF Lincoln

LEASE NO	LESSOR	LESSEE	DATE	TERM	DISTRICT	ACRES	RECORDING BOOK PAGE
NV-4487-X	N-20158	The Anschutz Corporation		10 yrs.	T12S-R67E, NDM Section 1: All Section 2: All Section 3: All Section 4: All	2560.00	2560.00
NV-4487-Y	N-20159	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R67E, NDM Section 9: All Section 10: All Section 11: All Section 12: All	2560.00	2560.00
NV-4487-Z	N-20160	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R67E, NDM Section 13: All Section 14: All Section 15: All Section 16: All	2560.00	2560.00
NV-4487-DD	N-20161	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R67E, NDM Section 5: All Section 6: All Section 7: All Section 8: All	2553.00	2553.00
NV-4487-EE	N-20162	The Anschutz Corporation	9/1/79	10 yrs.	T12S-R67E, NDM Section 17: All Section 18: All	1277.00	1277.00
NV-4487-KK	N-20166	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R68E, NDM Section 1: Lots 1-4, S1/4, S1/2 Section 2: Lots 1-4, S1/4, S1/2 Section 3: Lots 1-4, S1/4, S1/2 Section 4: Lots 1-4, S1/4, S1/2	2565.92	2565.92

LEASE SCHEDULE

EXHIBIT "A" PAGE STATE OF Nevada COUNTY OF Lincoln

PLAT NO	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GRASS ACRES	NET ACRES	RECORDING NO. & DATE
NV-4487-LL	N-20167	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, MDM Section 9: All Section 10: All Section 11: All Section 12: All	2560.00	2560.00	
NV-4487-NN	N-20168	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, MDM Section 13: All Section 14: All Section 15: All Section 16: All	2560.00	2560.00	
NV-4487-NN	N-20169	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, MDM Section 21: All Section 22: All Section 23: All Section 24: All	2560.00	2560.00	
NV-4487-OO	N-20170	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, MDM Section 25: All Section 26: All Section 27: All Section 28: All	2560.00	2560.00	
NV-4487-PP	N-20171	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, MDM Section 33: All Section 34: All Section 35: All Section 36: All	2560.00	2560.00	
NV-4487-QQ	N-20172	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, MDM Section 5: Lots 1-4, S&M, S; Section 6: Lots 1-11, S&M, S, S&M, S, S&M, S; Section 7: Lots 1-8, E&M, E	2201.38	2201.38	

LEASE SCHEDULE

EXHIBIT "A", PAGE _____ STATE OF Nebraska COUNTY OF Lincoln

LEASE ID	LESSOR	LEASEE	DATE	TERM	DESCRIPTION	CHONS SURFS	MIN. ACRES	RECORDED BOOK PAGE
NV-4487-RR	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, NDM, Section 8: All Section 17: All Section 18: Lots 1-8, E $\frac{1}{2}$ N $\frac{1}{2}$, E $\frac{1}{2}$	2060.20	2060.20	
NV-4487-SS	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, NDM, Section 19: Lots 1-8, E $\frac{1}{2}$ N $\frac{1}{2}$, E $\frac{1}{2}$ Section 20: All Section 29: All	2059.24	2059.24	
NV-4487-TT	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, NDM, Section 30: Lots 1-8, E $\frac{1}{2}$ N $\frac{1}{2}$, E $\frac{1}{2}$ Section 31: Lots 1-8, E $\frac{1}{2}$ N $\frac{1}{2}$, E $\frac{1}{2}$ Section 32: All	2195.24	2195.24	
NV-4487-UU	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T10S-R68E, NDM, Section 1: All Section 2: All Section 3: All Section 4: All	2560.00	2560.00	
NV-4487-VV	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T11S-R68E, NDM, Section 9: All Section 10: All Section 11: All Section 12: All	2560.00	2560.00	
NV-4487-WW	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R68E, NDM, Section 13: All Section 14: All Section 15: All Section 16: All	2560.00	2560.00	
NV-4487-XX	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R68E, NDM, Section 21: All Section 22: All Section 23: All Section 24: All	2560.00	2560.00	

LEASE SCHEDULE

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EXHIBIT "A", PAGE Nevada COUNTY OF Lincoln

LEASE NO	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED MAP, PAGE
NV-4487-YY	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R68E, NDM Section 25: All Section 26: All Section 27: All Section 28: All	2560.00	2560.00	
NV-4487-ZZ	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R68E, NDM Section 33: All Section 34: All Section 35: All Section 36: All	2560.00	2560.00	
NV-4487-AAA	The Anschutz Corporation	The Anschutz Corporation	12-1-79	10 yrs.	T11S-R68E, NDM Section 5: All Section 6: All Section 7: All Section 8: All	2560.00	2560.00	
NV-4487-BBB	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R68E, NDM Section 17: All Section 18: All Section 19: All Section 20: All	2560.00	2560.00	
NV-4487-CCC	The Anschutz Corporation	The Anschutz Corporation		10 yrs.	T11S-R68E, NDM Section 29: All Section 30: All Section 31: All Section 32: All	2560.00	2560.00	
NV-4487-DDD	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T12S-N68E, NDM Section 1: All Section 2: All Section 3: All Section 4: All	2560.00	2560.00	

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LEASE SCHEDULE

EXHIBIT "A", PAGE _____ STATE OF Nevada COUNTY OF Lincoln

LEASE NO	LESSOR	LESSEE	RATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED MAIL FILE
NV-4487-EEE	The Anschutz Corporation	The Anschutz Corporation		10 yrs.	T12S-R68E, MDM Section 9: All Section 10: All Section 11: All Section 12: All	2560.00	2560.00	
NV-4487-FFF	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R68E, MDM Section 13: All Section 14: All Section 15: All Section 16: All	2560.00	2560.00	
NV-4487-JJJ	The Anschutz Corporation	The Anschutz Corporation		10 yrs.	T12S-R68E, MDM Section 5: All Section 6: All Section 7: All Section 8: All	2560.00	2560.00	
NV-4487-KKK	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R68E, MDM Section 17: All Section 18: All	1280.00	1280.00	
NV-4487-MMM	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDM Section 1: Lots 1-4, S ¹ / ₂ N ¹ / ₂ , S ¹ / ₂ Section 2: Lots 1-4, S ¹ / ₂ N ¹ / ₂ , S ¹ / ₂ Section 3: Lots 1-4, S ¹ / ₂ N ¹ / ₂ , S ¹ / ₂ Section 4: Lots 1-4, S ¹ / ₂ N ¹ / ₂ , S ¹ / ₂	2562.72	2562.72	
NV-4487-NNN	The Anschutz Corporation	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDM Section 9: All Section 10: All Section 11: All Section 12: All	2560.00	2560.00	

LEASE SCHEDULE

EXHIBIT "A", PAGE STATE OF Nevada COUNTY OF Lincoln

LEASE NO	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
NV-4487-000	N-20192	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDN Section 13: All Section 14: All Section 15: All Section 16: All	2560.00	2560.00	
NV-4487-PPP	N-20193	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDN Section 21: All Section 22: All Section 23: All Section 24: All	2560.00	2560.00	
NV-4487-000	N-20194	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDN Section 25: All Section 26: All Section 27: All Section 28: All	2560.00	2560.00	
NV-4487-RRR	N-20195	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDN Section 33: All Section 34: All Section 35: All Section 36: All	2560.00	2560.00	
NV-4487-SSS	N-20196	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDN Section 5: Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, S $\frac{1}{2}$ Section 6: Lots 1-7, SE $\frac{1}{4}$ NW $\frac{1}{4}$, S $\frac{1}{2}$ NE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$ Section 7: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ Section 8: All	2536.20	2536.20	
NV-4487-TTT	N-20197	The Anschutz Corporation	4-1-79	10 yrs.	T10S-R69E, MDN Section 17: All Section 18: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ Section 19: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ Section 20: All	2538.64	2538.64	

LEASE SCHEDULE

EXHIBIT "A", PAGE STATE OF Nevada COUNTY OF Lincoln

LEASE NO	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
NV-6487-UUU	N-20198	The Anschutz Corporation	4-1-79	10 yrs.	T10S, R69E, N10W Section 29: All Section 30: Lots 1-4, E1/4, E1/2 Section 31: Lots 1-4, E1/4, E1/2 Section 32: All	2541.16	2541.16	

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LEASE SCHEDULE

EXHIBIT "A", PAGE STATE OF NEVADA COUNTY OF LINCOLN

LEASE NO	LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK	PAGE
NV-4488-D	N-20199	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R69E, MDM Section 4: All	640.00	640.00		
NV-4488-E	N-20200	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R69E, MDM Section 9: All	640.00	640.00		
NV-4488-II	N-20201	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R69E, MDM Section 16: All Section 21: All Section 28: All Section 33: All	2,560.00	2,560.00		
NV-4488-I	N-20202	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R69E, MDM Section 5: All Section 6: All Section 7: All Section 8: All	2,544.00	2,544.00		
NV-4488-J	N-20203	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R69E, MDM Section 17: All Section 18: All Section 19: All Section 20: All	2,547.00	2,547.00		
NV-4488-K	N-20204	The Anschutz Corporation	4-1-79	10 yrs.	T11S-R69E, MDM Section 29: All Section 30: All Section 31: All Section 32: All	2,550.00	2,550.00		
NV-4488-L	N-20205	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R69E, MDM Section 4: All Section 5: All	1,280.00	1,280.00		
NV-4488-M	N-20206	The Anschutz Corporation	4-1-79	10 yrs.	T12S-R69E, MDM Section 8: All Section 9: All	1,280.00	1,280.00		

LEASE SCHEDULE

EXHIBIT "A", PAGE _____ STATE OF NEVADA COUNTY OF LINCOLN

LESSOR	LESSEE	DATE	TERM	DESCRIPTION	GROSS ACRES	NET ACRES	RECORDED BOOK PAGE
NV-4488-R	N-20207 The Anschutz Corporation	4-1-79	10 yrs.	T12S-R69E, M1M Section 16: All Section 17: All	1,280.00	1,280.00	
NV-4488-Q	N-20208 The Anschutz Corporation	4-1-79	10 yrs.	T12S-R69E, M1M Section 6: All Section 7: All Section 18: All	1,910.00	1,910.00	

EXHIBIT B

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

For TEN DOLLARS and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, THE ANSCHUTZ CORPORATION, 2400 Anaconda Tower, 555 Seventeenth Street, Denver, Colorado, (Anschutz), hereby sells, assigns, transfers and sets over unto CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, 231 South La Salle Street, Chicago, Illinois 60693, (the Grantee), an overriding royalty interest of one-fourth of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Exhibit A attached hereto and made a part hereof, insofar as they cover the land described in Exhibit A (the Leases).

This Agreement is subject to the following terms and conditions:

- A. The overriding royalty interest conveyed herein is subject to the terms and provisions of the Leases and any amendments or modifications thereto.
- B. Said overriding royalty interest shall be free and clear of all drilling, developing, and operating costs and expenses except such costs attributable to Grantee's interest, if any, incurred in dehydrating, treating, transporting, boosting, compressing or otherwise processing such hydrocarbons in order to make them marketable. The hydrocarbons covered by this interest shall be calculated after deducting any oil and gas used for operations on the Leases, and Anschutz may elect to deduct the proportionate part of fuel used in any central plant serving any of the Leases or wells or to use other fuel than the identical oil and gas produced from operations on the premises, without limiting Anschutz' right to deduct Grantee's proportionate share of any hydrocarbons so used, but Grantee shall bear and pay all taxes of every nature whatever, which may now or hereafter be applicable to or in any manner connected with or a lien upon the overriding royalty interest conveyed herein or the production attributable thereto, including without limitation all production, severance, gathering, transportation or similar taxes attributable to Grantee's interest, and such other costs and charges as would be applicable to and similarly borne by lessors' royalties under the

Lincoln County

terms of the Leases. If gas produced under the Leases or from land pooled therewith is reinjected into injection wells situated on land covered by the Leases or land pooled therewith in connection with any recycling or pressure maintenance program, the quantity of gas produced under the Leases or from land pooled therewith which is thus reinjected into said injection wells shall be deducted before the overriding royalties herein assigned are computed. No overriding royalties shall be payable upon gas and casinghead gas used for recycling or repressuring operations benefiting such lands. If the Leases provide that shut-in gas payments shall be made as royalties rather than rentals, Grantee shall not be entitled to any payment with respect to said overriding royalty in connection with such payments. Except as may be otherwise provided in this assignment, the overriding royalty herein assigned shall be treated, computed, paid and delivered to Grantee in the same manner and under the same terms and conditions as are provided in each of the Leases for the payment or delivery of royalties to the lessor therein.

C. Anschutz reserves the right to pool and unitize the overriding royalty in the same manner and under the same and identical terms, conditions and provisions as each of the lessor's royalties may be pooled and unitized under the terms of each of the Leases. If requested, Grantee agrees to consent to and join any unit operation.

D. The overriding royalty herein assigned is based upon the assumption that each of the Leases cover the entire oil and gas mineral estate in the lands described in each of the Leases. If the lessor, in any particular lease, owns less than the entire and undivided fee, then as to said lease or leases said overriding royalty shall be payable to Grantee in the proportion which the interest of the lessor in said land bears to the entire and undivided fee.

E. Nothing contained in this Assignment shall be deemed or construed to require Anschutz to keep, drill upon, produce from or operate the Leases. Anschutz reserves the right to act or omit to act in such manner that the Leases or any of them terminate or expire for any reason whatsoever.

F. Anschutz shall grant a substitute overriding royalty interest for any renewal or extension of any of the Leases or any new lease covering the same

Lincoln County

lands as any of the Leases which are taken or acquired by Anschutz, its successors and assigns, within a period of six months from date of termination of any of the Leases as to the land and minerals covered and affected by the new lease. Such renewal or extension shall include acquisitions made by participating partners of Anschutz; provided however, that Anschutz actually acquires an interest under such renewal or extension.

G. It is agreed that with respect to U. S. government leases only, the obligation to pay any overriding royalties or payments out of production of oil created herein, which, when added to overriding royalties or payments out of production previously created and to the royalty payable to the United States, aggregate in excess of 17% percent, shall be suspended when the average production of oil per well per day averaged on the monthly basis is 15 barrels or less. Anschutz represents that the total of such burdens on federal leases covered hereby does not exceed 17% percent.

This Assignment is executed this 16th day of July, 1980, without warranties of title, whether express or implied. Rights and obligations under this Assignment shall be binding upon and inure to the benefit of Anschutz, Grantee and their respective personal representatives, heirs, successors and assigns.

THE ANSCHUTZ CORPORATION

ATTEST

Timmy S. Christensen By *Lillian F. Lentz*
Asst. Secy. Lillian F. Lentz, Asst. Vice President

STATE OF COLORADO)
CITY AND COUNTY OF DENVER) ss.

The foregoing instrument was acknowledged before me this 16th day of July, 1980, by LILLIAN F. LENTZ as Asst. Vice President and TIMMYE S. CHRISTENSEN as Asst. Secretary of THE ANSCHUTZ CORPORATION.

My Commission Expires:

November 22, 1981

Janet S. Frazee
Notary Public

I reside at: Aurora, Colorado

EXHIBIT C-1

Entry No 34135 Book 145 Page 27
Recorded Oct 8, 1980 Time 2:30 p.m. Fee \$ 25.00
Request of Mayer, Brown & Platt
LAVOY MARTIN MILLARD CO. RECORDER by LM

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

For TEN DOLLARS and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MOUNTAIN STATES GAS DEVELOPMENT COMPANY, 2400 Anaconda Tower, 555 Seventeenth Street, Denver, Colorado, (Mountain States), hereby sells, assigns, transfers and sets over unto CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, 231 So. La Salle Street, Chicago, Illinois 60693 (the Grantee) an overriding royalty interest of .25 of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Exhibit A attached hereto and made a part hereof, insofar as they cover the land described in Exhibit A (the Leases).

This Agreement is subject to the following terms and conditions:

- A. The overriding royalty interest conveyed herein is subject to the terms and provisions of the Leases and any amendments or modifications thereto.
- B. Said overriding royalty interest shall be free and clear of all drilling, developing, and operating costs and expenses. Grantee shall bear and pay all taxes applicable to said interest.
- C. The overriding royalty herein assigned is based upon the assumption that each of the Leases cover the entire oil and gas mineral estate in the lands described in each of the Leases. If the lessor, in any particular lease, owns less than the entire and undivided fee, then as to said lease or leases said overriding royalty shall be payable to Grantee in the proportion which the interest of the lessor in said land bears to the entire and undivided fee.

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This Assignment is executed this 16th day of July, 1980, without warranties of title, whether express or implied. Rights and obligations under this Assignment shall be binding upon and inure to the benefit of Mountain States, Grantee and their respective personal representatives, heirs, successors and assigns.

MOUNTAIN STATES GAS DEVELOPMENT COMPANY

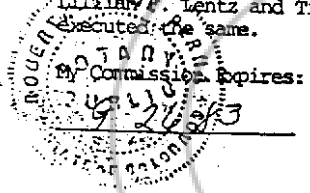


By: Timmy S. Christensen
Asst. Secretary

By: Lillian F. Lentz
Lillian F. Lentz, Asst. Vice President

STATE OF COLORADO I
 CITY AND I SS
 COUNTY OF DENVER I

On the 16th day of July, A.D. 1980, personally appeared before me, LILLIAN F. LENTZ and TIMMY S. CHRISTENSEN, who, being by me duly sworn (or affirmed), did say that they are the Asst. Vice President and Asst. Secretary, respectively of MOUNTAIN STATES GAS DEVELOPMENT COMPANY, and that said instrument was signed in behalf of said corporation by resolution of its Board of Directors, and said Lillian F. Lentz and Timmy S. Christensen acknowledged to me that said corporation executed the same.



Robert-drew Perce
Notary Public

I reside at: Spewood

Lincoln County

EXHIBIT C-2

Entry No. 34137 Book 175 Page 31
Recorded Oct 5, 1980 Time 1:30 Fee \$108.00
Request of Mayhew, Pearson & Platt
LAVOY MARTIN, WILLARD CO. RECORDER by EM

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

For TEN DOLLARS and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MOUNTAIN STATES GAS DEVELOPMENT COMPANY, 2400 Anaconda Tower, 555 Seventeenth Street, Denver, Colorado, (Mountain States), hereby sells, assigns, transfers and sets over unto CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, 231 So. La Salle Street, Chicago, Illinois 60693 (the Grantee) an overriding royalty interest of .125 of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Exhibit A attached hereto and made a part hereof, insofar as they cover the land described in Exhibit A (the Leases).

This Agreement is subject to the following terms and conditions:

- A. The overriding royalty interest conveyed herein is subject to the terms and provisions of the Leases and any amendments or modifications thereto.
- B. Said overriding royalty interest shall be free and clear of all drilling, developing, and operating costs and expenses. Grantee shall bear and pay all taxes applicable to said interest.
- C. The overriding royalty herein assigned is based upon the assumption that each of the Leases cover the entire oil and gas mineral estate in the lands described in each of the Leases. If the lessor, in any particular lease, owns less than the entire and undivided fee, then as to said lease or leases said overriding royalty shall be payable to Grantee in the proportion which the interest of the lessor in said land bears to the entire and undivided fee.

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This Assignment is executed this 16th day of July, 1980, without warranties of title, whether express or implied. Rights and obligations under this Assignment shall be binding upon and inure to the benefit of Mountain States, Grantee and their respective personal representatives, heirs, successors and assigns.

ATTEST:

MOUNTAIN STATES GAS DEVELOPMENT COMPANY

By: Timmy S. Christensen
Asst. Secretary

By: Lillian F. Lentz
Lillian F. Lentz, Asst. Vice President

STATE OF COLORADO I
 CITY AND I SS
COUNTY OF DENVER I

On the 16th day of July, A.D. 1980, personally appeared before me, LILLIAN F. LENTZ and TIMMY S. CHRISTENSEN, who, being by me duly sworn (or affirmed), did say that they are the Asst. Vice President and Asst. Secretary, respectively of MOUNTAIN STATES GAS DEVELOPMENT COMPANY, and that said instrument was signed in behalf of said corporation by resolution of its Board of Directors, and said Lillian F. Lentz and Timmy S. Christensen acknowledged to me that said corporation executed the same.

My Commission Expires:
July 27-83

Roberta Diane Perde
Notary Public

I reside at: Lakewood

EXHIBIT C-3

Entry No 34136 Book 145 Page 28
Recorded Sept 6, 1962 Time 7:30 AM Fee 10.00
Request of William H. Bassett & P. L. Smith
LAVOY MARTIN, MILLARD CO. RECORDER by 107

ASSIGNMENT OF OVERRIDING ROYALTY INTEREST

For TEN DOLLARS and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MOUNTAIN STATES GAS DEVELOPMENT COMPANY, 2400 Anaconda Tower, 555 Seventeenth Street, Denver, Colorado, (Mountain States), hereby sells, assigns, transfers and sets over unto CONTINENTAL ILLINOIS ENERGY DEVELOPMENT CORPORATION, 231 So. La Salle Street, Chicago, Illinois 60693 (the Grantee) an overriding royalty interest of 475 of one percent of all oil, gas and other hydrocarbons produced, saved and sold from those certain leases described in Exhibit A attached hereto and made a part hereof, insofar as they cover the land described in Exhibit A (the Leases).

This Agreement is subject to the following terms and conditions:

- A. The overriding royalty interest conveyed herein is subject to the terms and provisions of the Leases and any amendments or modifications thereto.
- B. Said overriding royalty interest shall be free and clear of all drilling, developing, and operating costs and expenses. Grantee shall bear and pay all taxes applicable to said interest.
- C. The overriding royalty herein assigned is based upon the assumption that each of the Leases cover the entire oil and gas mineral estate in the lands described in each of the Leases. If the lessor, in any particular lease, owns less than the entire and undivided fee, then as to said lease or leases said overriding royalty shall be payable to Grantee in the proportion which the interest of the lessor in said land bears to the entire and undivided fee.

Lincoln County

34136

This Assignment is executed this 16th day of July, 1980, without warranties of title, whether express or implied. Rights and obligations under this Assignment shall be binding upon and inure to the benefit of Mountain States, Grantee and their respective personal representatives, heirs, successors and assigns.



By: Timmy S. Christensen
Asst. Secretary

MOUNTAIN STATES GAS DEVELOPMENT COMPANY

By: Lillian F. Lentz
Lillian F. Lentz, Asst. Vice President

STATE OF COLORADO I
 I
CITY AND I SS
COUNTY OF DENVER I

On the 16th day of July, A.D. 1980, personally appeared before me, LILLIAN F. LENTZ and TIMMY S. CHRISTENSEN, who, being by me duly sworn (or affirmed), did say that they are the Asst. Vice President and Asst. Secretary, respectively of MOUNTAIN STATES GAS DEVELOPMENT COMPANY, and that said instrument was signed in behalf of said corporation by resolution of its Board of Directors, and said Lillian F. Lentz and Timmy S. Christensen acknowledged to me that said corporation executed the same.

My Commission Expires: _____



Roberta Diane Lerner
Notary Public

I reside at: Rakewood

No. 71656
FILED AND RECORDED AT REQUEST OF
Mayer, Brown + Platt
Mar 9, 1981
AT 1 MINUTES PAST 1 O'CLOCK
PM IN BOOK 42 OF OFFICIAL
RECORDS, PAGE 643 LINCOLN
COUNTY, NEVADA.
YURIKO SEITZER
COUNTY RECORDER
Karen Landon, Deputy