

ENRON

Oil & Gas Company

P. O. Box 2267 Midland, Texas 79702 (915) 686-3600

August 6, 1992

RECEIVED
AUG - 7 1992
O. C. D.
OFFICE

IMC Fertilizer, Inc.
P. O. Box 71
Carlsbad, New Mexico 88220

Attn: Mr. Dan Morehouse

Re: Enron's Poker Lake 32 State #5
660'FNL & 1980'FWL Section 32, 23S, 31E
Eddy County, New Mexico

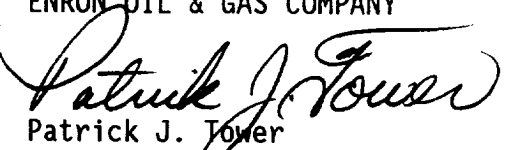
Gentlemen:

Enron Oil & Gas Company ("Enron") has filed its Notice of Intention to Drill the above described well to test the Delaware formation, with a proposed total depth of 8,050 feet subsurface. Pursuant to Paragraph 2 of Section G of Rule R-111-P of the New Mexico Oil Conservation Division, Enron hereby submits to you, as a potash operator holding potash leases within a radius of one mile of the proposed well, OCD Form C-102, reflecting location of the proposed well, and the Notice of Intention to Drill for the well.

Enron hereby requests that you execute and return one copy of this letter to the undersigned reflecting your consent to the drilling by Enron of its well at the above specified location. A self addressed stamped envelope is enclosed for your convenience in returning the consent.

Sincerely,

ENRON OIL & GAS COMPANY


Patrick J. Tower
Project Landman

PJT/sbe
attachment

IMC FERTILIZER, INC. does hereby consent to the drilling by Enron Oil & Gas Company of the above described well at the above described location.

By: _____
Print Name: _____

Title: _____
Date: _____