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*See Instructions on Reverse Side

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Mr. Chester Deal Snyder Oil Corporation P. O. Box 2038 Farmington, NM 87499

RE: Compression by Snyder Oil on Lateral H-38

San Juan County, New Mexico

Gentlemen:

This Letter Agreement, when accepted by you, shall indicate the agreement between El Paso Natural Gas Company ("El Paso") and Snyder Oil Corporation ("Snyder") for the construction of a compressor site and the installation and operation of a compressor at a mutually agreed upon location on El Paso's Lateral H-38 in Section 17, Township 31 North, Range 12 West, San Juan, New Mexico. Construction of the compressor site, installation of the compressor, and operation of the compressor are subject to the following terms and conditions:

- 1. With El Paso's cooperation, Snyder will secure all easements, rights-of-way, lease assignments, construction permits, and archaeological clearances necessary for modifications and construction performed pursuant to this Letter Agreement and necessary for proper installation of Snyder's compressor. In addition, Snyder agrees to assume responsibility for notifying all system interest holders who hold legal interest in any well situated upstream of Snyder's compressor on El Paso's Lateral H-38 system as to the relevant terms and conditions of this Letter Agreement. El Paso will cooperate with Snyder in identifying all system interest holders.
- 2. El Paso will install, at Snyder's sole cost and expense, all taps and valves necessary to prepare the compressor site for installation of Snyder's compressor. El Paso will bill Snyder for all costs and expenses associated with required construction and modifications to El Paso's Lateral H-38 system following completion of such work. Snyder agrees to pay El Paso within thirty (30) days after receiving the invoice for such costs and expenses.

Snyder Oil Corporation July 19, 1993 Page 5

If the terms and conditions listed above correctly state your understanding of our agreement, please indicate your acceptance with the signature of an authorized Snyder representative in the space provided below. Upon your acceptance, return this Letter Agreement to Cindy J. Hoover, El Paso Natural Gas Company, P. O. Box 4990, Farmington, Mew Mexico 87499.

EL PASO NATURAL GAS COMPANY

Vice President

AGREED TO AND ACCEPTED this 19th day of July, 1993

SNYDER OIL CORPORATION

By: Chester L. Cea

Title: Superintendent