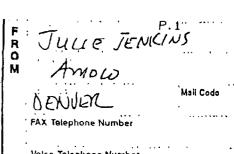


· CATHLEEN COLBY



Notes:

consists of:



Southern Rackies

March 7, 1995

*'VIA FACSIMILE* 830-8009

Cathleen Colby Richardson Operating Company 1700 Lincoln, Suite 1700 Denver, Colorado 80203

Pictured Cliffs/Fruitland Well Proposals, W/2 Section 12, T29N,R13W,

San Juan County, New Mexico -- Proposed Trade

Dear Cathy:

Re:

In further connection with the discussions which you and I have had and that you have had with Greg Grotke regarding Amoco and Richardson entering into some type of exchange of interests involving the above properties, please be advised that Amoco has no interest in any type of sale or exchange of its interests at the present time. If Amoco and Richardson have any discussions in the future regarding any such possible sale or exchange, any offer or acceptance by Amoco will only be effective if set forth in writing in a final definitive contract signed by an attorney-in fact with Amoco who has authority to bind the company (which neither Greg nor I have).

With respect to the parties' respective AFEs, Amoco will also advise Richardson in writing in the near future with regard to Amoco's position.

Sincerely,

CC;

Greg Grotke

1670 Broadway Post Office Box 800 Amoco Production Company Office ton the record daing cross exemination of the