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October 28, 1997

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VIA FACSIMILE

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Scott Hall, Esq.
Miller Law Firm
P. O. Box 1986
Santa Fe, New Mexico 87501

Re: NMOCD Case 11809 (Order R-10878)
Marcotte Well No. 2

Dear Mr. Hall:

I am responding to your letter dated October 16, 1997 in which you advised that Total Minatome Corporation ("Minatome") was tendering to Burlington Resources Oil & Gas Company ("Burlington") its check in the amount of \$107,791.00 "pursuant to the terms of decretal paragraph 4 of Order R-10878", but doing so "under protest and without prejudice to any rights, claims or defenses which it may assert" at the denovo hearing of this matter or before any court, and "once Burlington receives Total's payment...Total requests it be provided with all well data...." on the Marcotte Well No. 2.

These conditions which Minatome placed upon its attempted tender of payment create serious doubts about whether Minatome has properly and timely elected to participate pursuant to the compulsory pooling order.

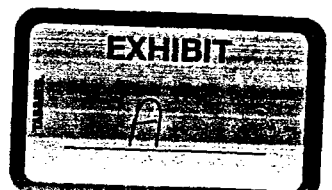
Please be advised that while Order R-10878 does not require that Burlington provide Minatome with the requested data, I will recommend to Burlington that it furnish certain of the data provided Minatome participates in this well under the proper confidentiality agreements and without conditional joinder.

Therefore, I have directed Burlington to not accept this payment and to not provide Minatome with Burlington's proprietary and confidential data until such time as these and all other issues involved in this case have been resolved. Burlington will return Minatome's check to them pending final resolution of this matter.

Very truly yours,


W. Thomas Kellahin

cc: Burlington Resources
Attn: Alan Alexander



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October 16, 1997

WILLIAM K. STRATVERT, COUNSEL
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PLEASE REPLY TO SANTA FE

W. Thomas Kellahin, Esq.
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P.O. Box 2265
Santa Fe, New Mexico 87504-2265

BY HAND DELIVERY

Re: NMOCD Case No. 11809 (**De Novo**); Application of Burlington Resources Oil and Gas Company for Compulsory Pooling, San Juan County, New Mexico; NMOCD Order No. R-10878 (Marcotte No. 2; Sec. 8, T-31-N, R-10-W, NMPM)

Dear Mr. Kellahin:

By separate correspondence dated today, Total Minatome Corporation's check No. 0152220 in the amount of \$107,791.00 is being sent by express courier to Alan Alexander at Burlington's Farmington area office. Total's check for its share of estimated well costs for Burlington's Marcotte No. 2 well is tendered pursuant to the terms of decretal paragraph 4 of Order R-10878. Total tenders payment for its share of well costs under protest and without prejudice to any rights, claims or defenses which it may assert in the **de novo** proceeding pending before the New Mexico Oil Conservation or any court of competent jurisdiction.

Once Burlington receives Total's payment for its share of estimated well costs, Total requests it be provided with all well data at the earliest opportunity, including drilling data, regulatory, completion and production data, geological/engineering data and other access and information referenced on the attached Well Information Requirements form. In addition, Total would like to obtain copies of the suite of open-hole logs which we understand Burlington has on the Marcotte No. 2. Please advise when Total may expect to receive the requested information and materials.

