

EXHIBIT "A"

Attached to and made a part of that certain Operating Agreement dated April 1, 1997, by and between BURLINGTON RESOURCES OIL & GAS COMPANY, as Operator, and as Non-Operators.

I. LANDS SUBJECT TO OPERATING AGREEMENT:

Township 31 North, Range 10 West
Section 9: Lots 1-12, N/2 N/2
San Juan County, New Mexico
containing 636.01 acres, more or less

II. RESTRICTIONS, IF ANY, AS TO DEPTHS OR FORMATIONS:

Limited to all depths below the Dakota formation.

III. ADDRESSES AND WORKING PERCENTAGE INTERESTS OF PARTIES TO THIS AGREEMENT:

Burlington Resources Oil & Gas Company
c/o Land Department
P.O. Box 4289
Farmington, New Mexico 87499
Main # 505-326-9700
Fax # 505-326-9781

OPERATOR
10.311905%

NON-OPERATORS

Working Interest Owners

GW

CONOCO INC.
10 DESTA DRIVE , SUITE 100W
MIDLAND, TX 79705-4500

10.311905%

AMOCO PRODUCTION COMPANY
P.O. BOX 800
DENVER, CO 80201

10.175500%

TOTAL MINATOME CORP.
2 HOUSTON CENTER, SUITE 2000
909 FANNIN
P.O. BOX 4326
HOUSTON, TX 77210-4326

3.553900%

LEE WAYNE MOORE
AND JOANN MONTGOMERY MOORE, TRUSTEES
403 N. MARIENFIELD
MIDLAND, TX 79701

0.294805%

EXHIBIT "A" CONT.

GEORGE WILLIAM UMBACH 2620 S. MARYLAND PKWY. #496 LAS VEGAS, NV 89109	.369518%
ROBERT WARREN UMBACH P.O. BOX 5310 FARMINGTON, NM 87499	.369518%
LOWELL WHITE FAMILY TRUST C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-0500	.037019%
WALTER A. STEELE C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-6900	.037019%
ESTATE OF G. W. HANNETT C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-6900	.030850%
T. G. CORNISH C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-6900	.024680%
PATRICIA HUETER C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-6900	.006171%
MARY EMILY VOLLER C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-6900	.006170%
A. T. HANNETT C/O SUNWEST BANK OF ALBUQUERQUE, N.A. ATTN: CATHERINE RUGEN P.O. BOX 26900 ALBUQUERQUE, NM 87125-6900	.006170%
HOPE G. SIMPSON C/O SIMPSON ESTATES INC. 30 N. LASALLE, STE 1232 CHICAGO, IL 60602-2504	0.651006%

EXHIBIT "A" CONT.

NANCY H. GERSON (FKA NANCY H. HASKENS) 1555 ASTOR ST. CHICAGO, IL 60610	0.456838%
MINNIE A. FITTING ROBERT P. FITTING P.O. BOX 2588 SIERRA VISTA, AZ 85636-2588	0.934458%
CATHERINE H. RUMML P.O. BOX 297 SOUTH STRAFFORD, VT 05070-0297	0.456838%
KATHERINE I. WHITE C/O JOHN BEATY BAETY HAYNES & ASSOCIATES INC. 2 WISCONSIN CIR., STE 400 CHEVY CHASE, MD 20815-7006	1.522308%
ELIZABETH B. FARRINGTON 12 MURRAY HILL SQUARE MURRAY HILL, NJ 07974	0.164464%
MARY S. ZICK (FKA NANCY S. ZICK) 418 W. LYON FARIN GREENWICH, CT 06831	0.685295%
WALTER B. FARNHAM P.O. BOX 494 NORWOOD, CO 81423-0494	0.102790%
ROY E. BARD, JR. 508 S PARKWOOD AVE PARK RIDGE, IL 60068	0.164464%
ROBERT T. ISHAM 335 HOT SPRINGS RD. SANTA BARBARA, CA 93108	1.205033%
MARY F LOVE 4005 PINOLE VALLEY RD. PINOLE, CA 94564	0.102790%
JAMES C. BARD 7454 N. DESERT TREE DR. TUCSON, AZ 85704	0.164464%
WILLIAM P. SUTTER THREE FIRST NATL PLAZA ROOM 4300 CHICAGO, IL 60602	0.685295%

EXHIBIT "A" CONT.

GEORGE S. ISHAM TRUST 1070 N. ELM TREE RD LAKE FOREST, IL 60045	1.205003%
ALBERT L. HOPKINS JR P O BOX 67 DANBURY, NH 03230-0067	0.456838%
KAY B. GUNDLACH (FKA KAY B. TOWLE) FEARINGTON POST 247 PITTSBORO, NC 27312	0.164464%
VIRGINIE W. ISHAM P O BOX 307 LAKE FORREST, IL 60045	0.602501%
ELEANOR ISHAM DUNNE 728 ROSEMARY RD. LAKE FOREST, IL 60045	1.525335%
JOHN M SIMPSON & WILLIAM SIMPSON TR U/W JAMES SIMPSON J. C/O TRUST CO OF NEW YORK ATTN: BARRY WALDORF 114 WEST 47TH STREET NEW YORK, NY 10036	3.906037%
MICHAEL SIMPSON TRUST C/O U S TRUST CO OF NEW YORK ATTN: BARRY WALDORF 114 WEST 47TH STREET NEW YORK, NY 10036	2.996042%
PATRICIA SIMPSON TRUST C/O U S TRUST CO OF NEW YORK ATTN: BARRY WALDORF 114 WEST 47TH STREET NEW YORK, NY 10036	2.996042%
JAMES F CURTIS PATRICK J HERBERT III SUCCESSOR TRUSTEE U/A/D 2-9-79 FBO JAMES F CURTIS C/O SIMPSON ESTATES 30 N LASALLE STE 1232 CHICAGO, IL 60602-504	0.651006%
GWENDOLYN S. CHABRIER PATRICK J. HERBERT III SUCCESSOR TRUSTEE U/A/D 2-9-79 FBO GWENDOLYN S. CHABRIER C/O SIMPSON ESTATES 30 N LA SALLE ST #1232 CHICAGO, IL 60602-2503	0.651006%

EXHIBIT "A" CONT.

WILLIAM SIMPSON TRUST 1.953018%
PATRICK J HERBERT III
SUCCESSOR TRUSTEE OF THE
WM SIMPSON TRUST DTD 12-17-79
30 N LASALLE STE 1232
CHICAGO, IL 60602-2504

HENRY P ISHAM JR DECD 0.602501%
FIRST NATL BANK CHICAGO AGENT
VW & RT ISHAM TRUSTEES
UWO HENRY P ISHAM JR DECD
1400 ONE DALLAS CENTER
DALLAS, TX 75201

CORTLANDT T. HILL TRUST 0.411162%
1ST TRUST NA & GAYLORD W
GLARNER TRSTEE UA DTD 9/16/74
C/O COLORADO NATIONAL BANK
PO BOX 17532 (CNDT 2332)
DENVER, CO 80217

MARTHA M LATTNER TRUST 1.027904%
JAMES E PALMER SUCCESSOR
TRUSTEE U/T/A DTD 2/21/63
FBO MARTHA M LATTNER SETTLOR
PO BOX 29352
SAN FRANCISCO, CA 94129-0352

ROBERT D. FITTING 0.934459%
406 N. BIG SPRINGS #200
MIDLAND, TX 79701

W. WATSON LAFORCE JR 1.111146%
PO BOX 353
MIDLAND, TX 79701

J. ROBERT JONES 1.868917%
1205 W PECAN
MIDLAND, TX 79705

ROBERT B. FARNHAM 0.102790%
ST MARYS POINT
16757 S. 25TH ST
LAKELAND, MN 55043

CHARLES WELLS FARNHAM JR 0.102790%
ST MARYS POINT
16825 S. 25TH ST
LAKELAND, MN 55043

LOUIS W. HILL JR 2.466971%
PO BOX 64704
ST PAUL, MN 55164

EXHIBIT "A" CONT.

RALPH A BARD JR , TRUSTEE (FKA RALPH A. BARD, JR. TRUST) U/A/D FEBRUARY 12, 1983 SUITE 2320 135 S. LA SALLE ST. CHICAGO, IL 60603-4108	1.233484%
RALPH AUSTIN BARD JR. (FKA RALPH A. BARD, JR. TRUST) TRUSTEE U/A/D 7-25-49 135 S. LA SALLE STREET SUITE 2320 CHICAGO, IL 60603-4108	8.061201%
GUY R. BRAINARD JR. TRUSTEE, OF THE GUY R. BRAINARD JR TRUST DATED 9/9/82 RR 6 BOX 281 BROKEN ARROW, OK 74014	0.251294%
RALPH U. FITTING JR, TRUST PO BOX 782 MIDLAND, TX 79702	3.737834%
SABINE ROYALTY TRUST C/O PACIFIC ENTERPRISES ABC CORPORATION ATTN: SARA WILLIAMS 3131 TURTLE CREEK BLVD. DALLAS, TX 75219	0.626723%
JUDITH SHAW TRUST U/A/D 4-14-66 THOMASVILLE RT. BOX 60-B BIRCH TREE, MO 65438	1.021342%
NANCY C. BARD LISA BARD FIELD SHARON BARD WAILES & TRAVIS BARD IND & COLLECTIVELY AS CO TRUSTEES U/C/O DTD 10-7-86 609 RICHARDS LAKE RD. FT COLLINS, CO 80524	0.164464%
ELIZABETH T. ISHAM TRUST ROBERT T. ISHAM & G.S. ISHAM & FIRST NATL BANK OF CHICAGO TRUST 8150 N. CENTRAL EXPY, STE 1211 DALLAS, TX 75206-1831	0.822323%
ROGER D. SHAW JR, TRUST U/A/D 8-27-62 THOMASVILLE RT. BOX 60-B BIRCH TREE, MO 65438	1.268039%
WILLIAM W. SHAW TRUST U/A/D 12-28-63 THOMASVILLE RT BOX 60-B BIRCH TREE, MO 65438	1.268039%

EXHIBIT "A" CONT.

DIANE DERRY 736 HINMAN AVE #1W EVANSTON, IL 60202	0.139272%
JOAN DERRY P.O. BOX 866 TESUQUE, NM 87574	0.139272%
ANTHONY BARD BOAND BANK OF AMERICA ILLINOIS ATTN: DEAN KELLY PO BOX 2081 CHICAGO, IL 60690	0.414787%
DOROTHY M. DERRY 2648 E WORKMAN AVE., STE 211 W. COVINA, CA 91791	0.139272%
KEYES BABER PROPERTIES C/O TX COMMERCE BANK MIDLAND ACCT #50-1532-00 PO BOX 209829 HOUSTON, TX 77216	2.225319%
GEORGE A. RANNEY 17370 WEST CASEY ROAD LIBERTYVILLE, IL 60048	0.520756%
FREDERICK F. WEBSTER JR (FKA WEBSTER PROPERTIES PARTN) 945 WOODLAND DRIVE GLENVIEW, IL 60025	0.308371%
F F WEBSTER IV TRUST ESTATE (FKA WEBSTER PROPERTIES PARTN) C/O COLORADO NATL BANK P.O. BOX 17532 DENVER, CO 80217	0.308371%
JOHN I. SHAW JR TRUST U/A/D 1-2-57 THOMASVILLE RT BOX 60-B BIRCH TREE, MO 65438	1.083016%
SUSANNE SHAW TRUST U/A/D 9/11/53 THOMASVILLE RT BOX 60-B BIRCH TREE, MO 65438	1.083016%
ARCH W. SHAW II TRUST U/A/D 2/1/71 THOMASVILLE RT BOX 60-B BIRCH TREE, MO 65438	1.083016%
BRUCE P. SHAW TRUST U/A/D 6/8/72 THOMASVILLE RT BOX 60-B BIRCH TREE, MO 65438	1.083016%

EXHIBIT "A" CONT.

NORMAN L. HAY JR., TRUSTEE OF THE
NORMAN L. HAY JR GS TRUST
3208 ELDON LN
WACO, TX 76710

0.832603%

EDWARD L. RYERSON JR TRUST
(FKA EDWARD L. RYERSON)
CAMBRIDGE TRUST CO TRUSTEE
ATTN: DAVID STRACHAN
1336 MASSACHUSETTS AVE
CAMBRIDGE, MA 02138-3829

0.520755%

MARGARET STUART HART
NORTHERN TRUST BANK/LAKE FOREST
& MARGARET STUART HART CO-TRUSTEE
U/A ROBERT DOUGLAS STUART
PO BOX 226270
DALLAS, TX 75222

0.774329%

ROBERT DOUGLAS STUART JR
NORTHERN TRUST BANK/LAKE FOREST
& ROBERT DOUGLAS STUART JR
CO-TRUSTEE U/A ROBERT D. STUART
PO BOX 226270
DALLAS, TX 75222

0.774329%

ANNE STUART BATCHELDER, TRUST.
FIRST NATL BANK OF CHICAGO &
U/A ROBERT DOUGLAS STUART
ATTN: GAYLE COTTON
8150 N CENTRAL EXPY STE 1211
DALLAS, TX 75206

0.774329%

HARRIET STUART SPENCER
FIRST NATL BANK OF CHICAGO &
U/A ROBERT DOUGLAS STUART
ATTN: GAYLE COTTON
8150 N CENTRAL EXPY, STE 1211
DALLAS, TX 75206

0.774329%

TOTAL 100.000000%