



**TOTAL**

*GILCHRIST*

**TOTAL MINATOMO CORPORATION**

May 30, 1997

*Series - FHS  
was done 6/2/97*

Burlington Resources, Inc.  
3535 East 30th St.  
P.O. Box 4289  
Farmington, New Mexico 87499-4289  
Attention: James J. Strickler

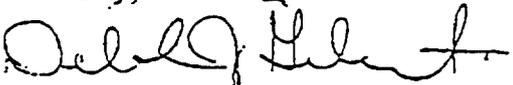
Re: Scott #24  
Pennsylvanian formation  
Section 9, T31N-R10W  
San Juan County, New Mexico

Gentlemen:

Total Minatomo Corporation (TMC) agrees to participate in the above referenced well per the terms and conditions of the Farmout and Operating Agreement dated November 27, 1951, between Brookhaven Oil Company and San Juan Production Company, as amended and supplemented.

Enclosed is one fully executed copy of your participation letter dated April 29, 1997 on behalf of TMC.

Sincerely,



Deborah J. Gilchrist  
Landman



SAN JUAN DIVISION

April 29, 1997

CERTIFIED MAIL-RETURN RECEIPT

To Working Interest Owners  
(see attached Exhibit "A")

RE: Scott # 24 Well  
Pennsylvanian formation  
Proposed depth 14,000'  
ALL Section 9, T31N-R10W  
636.01 acres, more or less  
San Juan County, New Mexico

Gentlemen:

Burlington Resources Oil & Gas Company (Burlington) proposed to drill and complete the captioned well in the Pennsylvanian formation at a legal location in the NW/4 (SE/4 NW/4) of Section 9, T31N-R10W, with a proposed depth of 14,000'. Attached for your consideration and approval is one (1) copy of our Well Cost Estimate to drill and complete the subject well for \$2,316,973.00.

The ownership schedule for the subject well is listed on the attached Exhibit "A".

An Operating Agreement is enclosed for your review and approval.

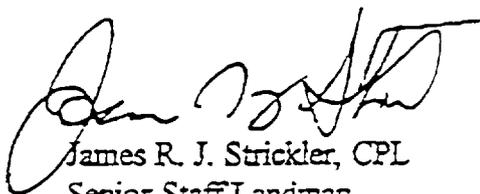
If you wish to participate in the drilling of the above referenced well, please verify your interest and return the following within thirty (30) days to the undersigned:

1. One (1) executed copy of this letter
2. One (1) executed copy of the Well Cost Estimate
3. One (1) executed signature page for the Operating Agreement dated April 1, 1997.

Scott #24 Well  
April 29, 1997  
Page 2

Your prompt attention to this proposal is requested as we plan to begin operations in the near future. Please advise in writing if you do not wish to participate.

Very truly yours,



James R. J. Strickler, CPL  
Senior Staff Landman  
(505) 326-9756

JRS:dg  
scott24

The undersigned hereby elects this 30 day of MAY, 1997, to participate in ~~and pay its proportionate share of the actual well costs for the~~ drilling and completion of the Scott #24, as correctly shown on Exhibit "A".

subject to the terms of the November 27, 1951 Farmout and Operating Agreement by and between Brookhaven Oil Company and San Juan Production Company as

**COMPANY/OWNER:** \_\_\_\_\_

 amended and supplemented.

**BY:** \_\_\_\_\_

**TITLE:** \_\_\_\_\_