

EXHIBIT "B"

SCHEDULE SHOWING THE NATURE AND EXTENT OF OWNERSHIP OF OIL AND GAS RIGHTS IN ALL LAND IN THE UNIT AREA TO WHICH THE FOREGOING UNIT AGREEMENT WILL BECOME APPLICABLE BY SIGNATURE THERETO, OR TO A COUNTERPART THEREOF, BY THE OWNERS OF SUCH RIGHTS.

FEDERAL LANDS

<u>Description</u>	<u>No. of Acres</u>	<u>Las Cruces Serial No.</u>	<u>Ownership of Application or Oil and Gas Lease</u>
<u>New Mexico Principal Meridian</u>			
<u>T. 12 S., R. 29 E.</u>			
Section 7 SE $\frac{1}{4}$, SE $\frac{1}{4}$ SW $\frac{1}{4}$, NE $\frac{1}{4}$, E $\frac{1}{2}$ NW $\frac{1}{4}$	440	062069	R. J. Steinberger
Section 8 N $\frac{1}{2}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$, W $\frac{1}{2}$ SW $\frac{1}{4}$	320	062069	R. J. Steinberger
Section 17 NW $\frac{1}{4}$	160	062069	R. J. Steinberger
Section 19 E $\frac{1}{2}$, E $\frac{1}{2}$ W $\frac{1}{2}$	480	062069	R. J. Steinberger
Section 20 All	640	062069	R. J. Steinberger
Section 21 E $\frac{1}{2}$	320	062068	Pauline E. Brown
Section 28 All	640	062068	Pauline E. Brown
Section 29 S $\frac{1}{2}$, NE $\frac{1}{4}$	480	062068	Pauline E. Brown
Section 30 E $\frac{1}{2}$ W $\frac{1}{2}$, W $\frac{1}{2}$ E $\frac{1}{2}$, E $\frac{1}{2}$ SE $\frac{1}{4}$	400	062068	Pauline E. Brown
Section 31 N $\frac{1}{2}$ NE $\frac{1}{4}$	80	062068	Pauline E. Brown
E $\frac{1}{2}$ NW $\frac{1}{4}$	80	063757	Elyse Saunders Hatterson
S $\frac{1}{2}$ NE $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$	200	061222	Earl V. Hightower

STATE LANDS

<u>Description</u>	<u>No. of Acres</u>	<u>State Lease No. and Exp. Date</u>	<u>Oil and Gas Lease Ownership</u>
<u>New Mexico Principal Meridian</u>			
<u>T. 11 S., R. 28 E.</u>			
Section 36 SE $\frac{1}{4}$ SW $\frac{1}{4}$	40	E-296 Exp. 5-10-55	Richfield Oil Corporation 555 South Flower Street Los Angeles 13, Calif.
NE $\frac{1}{4}$ SW $\frac{1}{4}$	40	B-7797-15 Exp. 10-5-48	W. H. Voss Council Bluffs, Iowa.
SW $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-9051-8 Exp. 3-15-51	I. M. Huff Roswell, New Mexico.
NE $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-10424 Exp. 7-6-53	Barney Cockburn Artesia, New Mexico.
SE $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-10418-11 Exp. 7-6-53	Nannie L. Bryant and G. Myrtle Teal Wilberforce, Ohio.
NW $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-9051-3 Exp. 3-15-51	Tulsa Oil Company, Electra, Texas.
<u>T. 12 S., R. 29 E.</u>			
Section 7 NE $\frac{1}{4}$ SW $\frac{1}{4}$	40	B-9550-19 Exp. 2-25-52	DeKalb Agricultural Association, Inc. DeKalb, Illinois.
Section 8 NE $\frac{1}{4}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$	120		State of New Mexico
SW $\frac{1}{4}$ NE $\frac{1}{4}$, NW $\frac{1}{4}$ SE $\frac{1}{4}$	80	B-9550-16 Exp. 2-25-52	Richfield Oil Corporation 555 South Flower Street Los Angeles 13, Calif.
SE $\frac{1}{4}$ SW $\frac{1}{4}$, S $\frac{1}{2}$ SE $\frac{1}{4}$	120	B-9550-19 Exp. 2-25-52	DeKalb Agricultural Association, Inc. DeKalb, Illinois.
Section 16 W $\frac{1}{2}$ SW $\frac{1}{4}$	80	B-9550-19 Exp. 2-25-52	DeKalb Agricultural Association, Inc. DeKalb, Illinois.
SE $\frac{1}{4}$ SW $\frac{1}{4}$	40	E-126-1 Exp. 2-10-55	Kerr-McGee Oil Industries, Inc., Oklahoma City, Oklahoma.
SW $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-9550-16 Exp. 2-25-52	Richfield Oil Corporation 555 South Flower Street Los Angeles 13, Calif.
SE $\frac{1}{4}$ SE $\frac{1}{4}$	40	E-776 Exp. 3-11-56	Gulf Oil Corporation Tulsa, Oklahoma.

<u>Description</u>	<u>No. of Acres</u>	<u>State Lease No. and Exp. Date</u>	<u>Oil and Gas Lease Ownership</u>
Section 17 NE $\frac{1}{4}$	160	F-9550-16 Exp. 2-25-52	Richfield Oil Corporation 555 South Flower Street Los Angeles 13, Calif.
NW $\frac{1}{4}$ SE $\frac{1}{4}$, SE $\frac{1}{4}$ SE $\frac{1}{4}$	80	B-8379-5 Exp. 10-26-49	Barbara M. Douglas Los Angeles, California.
SW $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-10115-1 Exp. 3-1-53	Clarence E. Peterson and William C. Uphoff, Moline, Illinois.
NE $\frac{1}{4}$ SE $\frac{1}{4}$	40	B-8864-11 Exp. 11-2-50	Harry D. Bastian Waukegan, Illinois.
Section 32 NW $\frac{1}{4}$ NW $\frac{1}{4}$	40	E-126-1 Exp. 2-10-55	Kerr-McGee Oil Industries, Inc., Oklahoma City, Oklahoma.
NE $\frac{1}{4}$ NW $\frac{1}{4}$	40	B-8605-8 Exp. 4-8-50	Sophie E. Reusser Los Angeles, California.
SW $\frac{1}{4}$ NW $\frac{1}{4}$	40	B-8756-11 Exp. 7-18-50	Victoria Meyer and Adeline Kass Los Angeles, California.
SE $\frac{1}{4}$ NW $\frac{1}{4}$	40	B-9550-1 Exp. 2-25-52	Edita Ackenhausen Los Angeles, California.

PRIVATELY OWNED LANDS

<u>Description</u>	<u>No. of Acres</u>	<u>Landowner</u>	<u>Oil & Gas Lessee</u>
<u>T. 11 S., R. 29 E.</u>			
Section 31 Lots 3, 4, E $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$	307.40	J. P. White Company	Richfield Oil Corporation
<u>T. 12 S., R. 28 E.</u>			
Section 1 Lots 1, 2, 3, SE $\frac{1}{4}$ NW $\frac{1}{4}$, S $\frac{1}{2}$ NE $\frac{1}{4}$	240.18	J. P. White Company	Richfield Oil Corporation
SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$	240	J. P. White Company	DeKalb Agricultural Association, Inc.
Section 12 NE $\frac{1}{4}$, E $\frac{1}{2}$ NW $\frac{1}{4}$	240	Charles F. Waller	Richfield Oil Corporation
SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$	240	Charles F. Waller	DeKalb Agricultural Association, Inc.

<u>Description</u>	<u>No. of Acres</u>	<u>Landowner</u>	<u>Oil & Gas Lessee</u>
Section 13 NE $\frac{1}{4}$, E $\frac{1}{2}$ NW $\frac{1}{4}$	240	Charles F. Waller	Richfield Oil Corporation
SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$	240	Charles F. Waller	DeKalb Agricultural Association, Inc.
Section 24 E $\frac{1}{2}$ NE $\frac{1}{4}$	80	Charles F. Waller	Richfield Oil Corporation
<u>T. 12 S., R. 29 E.</u>			
Section 5 SW $\frac{1}{4}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$	200	J. P. White Company	DeKalb Agricultural Association, Inc.
Section 6 Lots 1, 2, 3, 4, 5, SE $\frac{1}{4}$ NW $\frac{1}{4}$, S $\frac{1}{2}$ NE $\frac{1}{4}$	315.77	J. P. White Company	DeKalb Agricultural Association, Inc.
Lots 6, 7, E $\frac{1}{2}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$	310.28	J. P. White Company	Richfield Oil Corporation
Section 7 Lots 1 and 2	71.57	Charles F. Waller	Richfield Oil Corporation
Lots 3 and 4	72.15	Charles F. Waller	DeKalb Agricultural Association, Inc.
Section 17 SW $\frac{1}{4}$	160	W. L. Bandy	DeKalb Agricultural Association, Inc.
Section 18 Lots 1 and 2	72.60	Charles F. Waller	Richfield Oil Corporation
SE $\frac{1}{4}$	160	Chas. D. Douthitt	Richfield Oil Corporation
NE $\frac{1}{4}$ NW $\frac{1}{4}$	40	T. D. Lee	Richfield Oil Corporation
Lots 3 and 4	72.92	Charles F. Waller	DeKalb Agricultural Association, Inc.
NE $\frac{1}{4}$	160	G. A. Hamlett	DeKalb Agricultural Association, Inc.
N $\frac{1}{2}$ SE $\frac{1}{4}$ NW $\frac{1}{4}$	20	J. J. Davis	

<u>Description</u>	<u>No. of acres</u>	<u>Landowner</u>	<u>Oil & Gas Lessee</u>
Section 18 (Cont'd)			
S $\frac{1}{2}$ SE $\frac{1}{4}$ NW $\frac{1}{4}$ N. 30 Ac. NE $\frac{1}{4}$ SW $\frac{1}{4}$	50	C. J. Bowerman	
S. 10 Ac. NE $\frac{1}{4}$ SW $\frac{1}{4}$ N $\frac{1}{2}$ SE $\frac{1}{4}$ SW $\frac{1}{4}$	30	T. F. Woodmas	
S $\frac{1}{2}$ SE $\frac{1}{4}$ SW $\frac{1}{4}$	20	C. D. Davis	
Section 19			
Lots 1 and 2	73.13	Charles F. Waller	Richfield Oil Corporation
Lots 3 and 4	73.23	Charles F. Waller	DeKalb Agricultural Association, Inc.
Section 21			
NW $\frac{1}{4}$ NW $\frac{1}{4}$	40	G. W. Norwood	
NE $\frac{1}{4}$ NW $\frac{1}{4}$	40	J. W. Wren 1/10 H. M. Moore 9/10	
S $\frac{1}{2}$ NW $\frac{1}{4}$, SW $\frac{1}{4}$	240	Wendell Foreman	Richfield Oil Corporation
Section 29			
NW $\frac{1}{4}$	160	Chas. D. Douthitt 1/2 New Mexico-Osage Co-operative Royalty Company 3/8 Flag Oil Company 1/8	Richfield Oil Corporation
Section 30			
E $\frac{1}{2}$ NE $\frac{1}{4}$	80	Chas. D. Douthitt 1/2 New Mexico-Osage Co-operative Royalty Company 3/8 Flag Oil Company 1/8	Richfield Oil Corporation
Lots 1, 2, 3, 4	146.72	Charles F. Waller	Richfield Oil Corporation
Section 31			
Lots 1, 2, 3	110.43	Charles F. Waller	Richfield Oil Corporation
Total	10,066.38		

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

THAT, WHEREAS, the undersigned are the owners of an oil and gas lease issued by the Secretary of the Interior of the United States pursuant to the Act of Congress approved February 25, 1920, (41 Stat. 437), as amended, upon land belonging to the United States of America, bearing serial number _____, covering the following described land situate in the County of Chaves, State of New Mexico, to wit:

and

WHEREAS, RICHFIELD OIL CORPORATION, a Delaware corporation, has an option to commit said lease and lands to that certain "Unit Agreement for the Development and Operation of the Worman Lake Area, Chaves County, New Mexico" in the form approved by the Secretary of the Interior of the United States, and to acquire an operating agreement thereon covering all or a part of said land;

NOW, THEREFORE, in consideration of the premises, the undersigned hereby consent that the above described land, or any part thereof, may be made the subject of or committed to said Unit Agreement for the Development and Operation of the Worman Lake Area, Chaves County, New Mexico, under said Act of Congress, as amended, and hereby make, constitute and appoint any executive officer of RICHFIELD OIL CORPORATION irrevocably as their attorney in fact for them and each of them in their place and stead at any time to commit

said lease and land, or any part thereof, to the extent of the interests of the undersigned therein, to the aforesaid unit agreement, and to execute such unit agreement on behalf of the undersigned, subject to the final approval of said unit agreement by the Secretary of the Interior, and to execute all instruments and do all things necessary to make said unit agreement effective.

Executed this _____ day of _____, 1946.

STATE OF _____)
COUNTY OF _____) SS

On this _____ day of _____, 1946, before me personally appeared _____

to me known to be the person described in and who executed the foregoing instrument, and acknowledged that _____ executed the same as _____ free act and deed.

Witness my hand and official seal the day and year last above written.

Notary Public

My commission expires:

ROYALTY OWNERS' CONSENT

In consideration of the execution of the Unit Agreement for the Development and Operation of the Worman Lake Area, Chaves County, New Mexico, in the form approved by the Secretary of the Interior, the Oil Conservation Commission of the State of New Mexico, and the Commissioner of Public Lands of the State of New Mexico, the undersigned, owners of royalties in, or interests in oil and gas and/or in production thereof in, or other interests in the leases, contracts and lands described in, committed to, and made subject to said unit agreement by the owners of working interests therein, do hereby, severally, each to the extent of his particular ownership or interest in said leases, contracts and lands, approve and ratify the said and foregoing unit agreement, and join in and adopt the terms thereof as applicable to said leases, contracts and lands and our royalty interests, or other interests therein, and hereby consent to the Working Interest Owners under said leases, contracts and lands becoming a party to said foregoing unit agreement and committing said leases, contracts and lands thereto, and the undersigned further agree that all leases, contracts and agreements concerning said lands heretofore entered into by the undersigned with any of the parties approving, subscribing or consenting to said unit agreement, are hereby modified and amended in all particulars necessary to conform said leases, contracts and agreements to the provisions of said unit agreement.

Dated: _____, 1946.

Witness:

Address:

STATE OF _____)
COUNTY OF _____) SS

On this ____ day of _____, 1946, before
me personally appeared _____

to me known to be the person_ described in and who executed the
foregoing instrument, and acknowledged that _____ executed the
same as _____ free act and deed.

Witness my hand and official seal the day and year last
above written.

Notary Public

My commission expires:

CERTIFICATE OF APPROVAL
OF THE STATE OF NEW MEXICO

The undersigned, having this day examined an agreement for the cooperative or unit operation and development of a prospective oil or gas field or area, which agreement is entitled "Unit Agreement for the Development and Operation of the Worman Lake Area, Chaves County, New Mexico", entered into between RICHFIELD OIL CORPORATION, a Delaware corporation, as Unit Operator, and likewise subscribed by numerous Working Interest Owners and Royalty Owners, to which agreement this certificate is attached; and

WHEREAS, upon examination thereof the Commissioner finds:

(a) that such agreement will tend to promote the conservation of oil and gas and the better utilization of reservoir energy in said field;

(b) that under the operations proposed the State will receive its fair share of the recoverable oil or gas in place under its lands in the area affected;

(c) that the agreement is in other respects for the best interests of the State;

(d) that the agreement provides for the unit operation of the field, for the allocation of production and the sharing of profits from the lands within the unit area covered by said agreement and committed thereto on an acreage basis, as specified in said agreement;

NOW, THEREFORE, by virtue of the authority conferred upon me by Chapter 88 of the Laws of the State of New Mexico, 1943, approved April 14, 1943, I, the undersigned, Commissioner of Public Lands of the State of New Mexico, for the purpose of more properly conserving the oil and gas resources of the State, do hereby consent to and approve the said agreement as to the lands of the State of New Mexico included in said Unit Agreement for the

Development and Operation of the Worman Lake Area, Chaves County,
New Mexico, and subject to all the provisions of the aforesaid
Chapter 88 of the Laws of the State of New Mexico, 1943.

Executed this _____ day of _____, 1946.

Commissioner of Public Lands of the
State of New Mexico

APPROVAL - CERTIFICATION - DETERMINATION

Pursuant to the statutory authority vested in the Secretary of the Interior under the Act approved March 4, 1931, 46 Stat. 1523, and the Act approved August 21, 1935, 49 Stat. 674, amending the Act approved February 25, 1920, 41 Stat. 437; 30 U. S. C. 226, 184 and 189, in order to secure the proper protection of the public interest, I, _____, Secretary of the Interior, this _____ day of _____, 1946, hereby take the following action:

A. Approve the attached agreement for the development and operation of the Worman Lake unit area, New Mexico;

B. Determine and certify that the plan of development and operation contemplated in said agreement is for the purpose of more properly conserving the oil or gas resources of said unit area and is necessary and advisable in the public interest.

Secretary of the Interior

C O P Y

UNITED STATES
DEPARTMENT OF THE INTERIOR
OFFICE OF THE SECRETARY
WASHINGTON 25, D. C.

May 6, 1946

Richfield Oil Corporation,
Richfield Building,
Los Angeles 13, California.

Gentlemen:

Under date of March 15, you filed in the office of the oil and gas supervisor of the U. S. Geological Survey at Roswell, New Mexico, an application for the designation of certain land as logically subject to development under the unitization provisions of the Mineral Leasing Act, together with a proposed text of a unit agreement for said area to be known as the Worman Lake Area, Chaves County, New Mexico.

I return herewith one copy of the proposed unit agreement. The description of the area regarded as logically subject to unitization has been revised and inserted in section 4 of said agreement. Certain other changes in the text of the agreement as submitted also are indicated in the enclosed copy.

In the absence of any objection not now apparent in the record or hereafter presented, a duly executed agreement which is identical with the enclosed revised copy, if submitted within a reasonable period of time, will receive final approval.

Very truly yours,

(signed) OSCAR L. CHAPMAN

Acting Secretary.

Enclosure 527

EXHIBIT B

