


KCS Medallion Resources, Inc.
February 9, 2000
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If this letter correctly sets forth your understanding of our agreement, please signify your acceptance in the space provided below and return one (1) executed original to the undersigned within five (5) days from the date hereof.

Sincerely,

DEVON ENERGY CORPORATION (NEVADA)



R. D. Clark
Vice President

(10/1)

rdc:caw:mkbtkcs.1



enc.

ACCEPTED AND AGREED TO THIS 9th day of February, 2000.

KCS MEDALLION RESOURCES, INC.



D. E. Dellenbaugh
Vice President - Land