

AFFIDAVIT OF MICHELE CADWELL

STATE OF TEXAS)
) **SS.**
COUNTY OF DALLAS)

Michele Cadwell, being first duly sworn on oath, states as follows:

1. I am the age of majority and am otherwise competent to testify to the matters set forth herein.

2. I am a petroleum landman employed by EEX Corporation and am familiar with the West Lovington Strawn Unit and the holdings of EEX and GCI in the vicinity of the unit. I am also familiar with the customs and practices of the oil and gas industry and of land professionals with respect to the collection and dissemination of geophysical data. My Curriculum Vitae is attached hereto as Exhibit A.

3. EEX owns significant lease interests dedicated to the West Lovington Strawn Unit. Approximately 47% of the working interest participation in the West Lovington Strawn Unit is owned by EEX. In addition, EEX owns or controls acreage outside of the unit acquired by direct lease, farmout or under other acreage agreements. GCI and EEX are presently negotiating for the acquisition of exploration acreage in close proximity to the West Lovington Strawn Unit. I also have direct knowledge that Hanley and Yates are actively competing with GCI and EEX for exploration acreage in the area. Consequently, Yates and Hanley are regarded as direct competitors to GCI and EEX.

4. Based on my experience, seismic data have significant value in connection with leasing efforts for exploration acreage and, accordingly, such information is regarded as proprietary and confidential. In this case, the use of seismic data gives GCI and EEX competitive advantage in assembling lease acreage. Moreover, it is probable that the disclosure of the seismic



data will affect the value of lease acreage presently owned by EEX and GCI.

5. The attached Exhibit B lists the record title owners of working interests in those tracts Hanley/Yates propose to include in their application to expand the West Lovington Strawn Unit. Many of the interest owners reflected on Exhibit B are also operators and direct competitors to EEX and GCI for exploratory lease acreage in the area. It is my reading of the April 6, 1998 Commission Order that the EEX/GCI confidential seismic information would be disclosed to these competitors as well.

6. As a result of the disclosure of the seismic information to their competitors, both the competitive advantage and the value of the seismic to EEX and GCI would be destroyed.

Further Affiant sayeth naught.

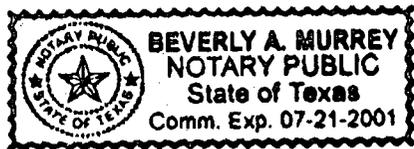
Michele Cadwell

MICHELE CADWELL

ACKNOWLEDGMENT

STATE OF TEXAS)
)
COUNTY OF DALLAS) :SS.

23rd The foregoing instrument was acknowledged before me by MICHELE CADWELL on this 23rd day of April, 1998.



Beverly A. Murrey

Notary Public
My commission expires: 7/21/2001

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**Michele A. Cadwell
Sr. Land Representative
EEX Corporation**

Educational Summary

**B.A. English, University of Oklahoma 1974
J.D., University of Oklahoma 1979**

Work Experience

Enserch Exploration, Inc. (now EEX Corporation) 1980 — present

- **Mid-Continent Exploration 1980 — 1990**
Land Representative working both in house and in the field in Oklahoma, concentrating in the Anadarko Basin and the Nemaha Ridge, primarily Elk City/Burns Flat Field in Washita County, Canadian River Prospect in Grady County and Dibble/Blanchard Field in McClain County.
- **Gas Marketing 1990 — 1993**
Gas Marketing Contracts Attorney supporting gas marketing with contracts and regulatory assistance. Only attorney working outside of legal department
- **Development Land 1993 — 1995**
Land Representative responsible for state of Oklahoma, Whelan Field, Harrison County in east Texas, and Sheridan and Golden Plow Fields, Colorado County in the Texas Gulf Coast region. Directed auction of 191 non-core properties, grossing \$1.2 million. Member of due diligence team for Dalen merger.
- **Mid-Continent Exploration 1995 — present**
Senior Land Representative working Cottage Grove and Morrow plays in the Anadarko Basin in Roger Mills and Ellis Counties, Oklahoma in addition to a Wolfcamp/Devonian play in Pecos County, Texas.

Responsibilities

**Negotiating exploration agreements
Reviewing/drafting marketing, gathering and gas balancing agreements
Analyzing legislation and regulatory proposals
Researching complex mineral ownership
Organizing/ managing large divestitures
Settling landowner disputes
Buying/selling leases and producing properties
Tracking broker lease acquisitions
Testifying/advising regarding regulatory actions**

EXHIBIT

A

WORKING INTEREST OWNERS IN PROPOSED EXPANSION AREA, WEST LOVINGTON STRAWN UNIT

TRACT 15: SE/4 SW/4 SECTION 28-15S-35E	HANLEY PETROLEUM
TRACT 16: W/2 SE/4 SECTION 27-15S-35E	PERRY & PERRY DAVID PETROLEUM CORP.
TRACT 17: NW/4 NE/4 SECTION 34-15S-35E	PERRY & PERRY, INC. DAVID PETROLEUM CORP. ENSERCH EXPLORATION CHARLES B. GILLESPIE APACHE CORPORATION OPPENHEIMER OIL & GAS, INC. RESOURCES INVESTMENT CORPORATION WILLIAM A. JENKINS MARSHALL & WINSTON, INC. OPCO PRODUCTION CO. HONEYSUCKLE EXPLORATION CORP. ORBON H. TICE JOSEPH B. MATTHEWS
TRACT 18: SW/4 SE/4 SECTION 27-15S-35E	EEX CORPORATION & GILLESPIE
TRACT 19: S/2 NE/4, E/2 SE/4 SECTION 34-15S-35E	APACHE CORPORATION OPPENHEIMER OIL & GAS, INC. RESOURCES INVESTMENT CORPORATION WILLIAM A. JENKINS MARSHALL & WINSTON, INC. OPCO PRODUCTION CO. HONEYSUCKLE EXPLORATION CORP. ORBON H. TICE JOSEPH B. MATTHEWS BTA OIL PRODUCERS
TRACT 20: N/2 N/2 SW/4 SW/4, NW/4 SW/4 SECTION 35-15S-35E	PARTIAL EEX CORP. OWNERSHIP
TRACT 21: S/2 N/2 SW/4 SW/4, S/2 SW/4 SW/4 SECTION 35-15S-35E	EEX CORPORATION
TRACT 22: LOT 2 SECTION 6-16S-36E	GILLESPIE/CROW
TRACT 23: LOT 7 SECTION 6-16S-36E	GILLESPIE/CROW
TRACT 24: LOT 6 SECTION 6-16S-36E	DAVID H. ARRINGTON OIL & GAS, INC. SNYDER RANCHES, INC.

