

June 19, 2000

VIA FEDERAL EXPRESS

Nadel & Gussman First National Tower 32nd Floor Tulsa, Oklahoma 74103 Attention: Sam Jolliffe

Re: 4,600' Abo Test Well McClellan MOC Federal #22 SE/4 of Section 28-T5S-R25E Chaves County, NM

Gentlemen:

Gothic Production Corporation hereby proposes the drilling of the McClellan MOC Federal #22, a 4,600' Abo test well to be located 1310' FSL and 1650' FEL in the SE/4 of Section 28-T5S-R25E, Chaves County, New Mexico.

Enclosed find an AFE selting forth the estimated costs to drill and complete said well. Please make your election below and return one (1) copy of this letter to the undersigned. If you elect to participate, please also include one (1) executed AFE and your geological requirement list setting forth the well information you wish to be provided as this well is drilling.

Should you elect not to participate and in lieu of electing to go non-consent, Gothic hereby offers to farmin all your right, title and interest, Nadel & Gussman delivering a 75% net revenue interest, whereby if said well is capable of commercial production, Nadel & Gussman will assign all of their right, title and interest in and to the McClellan MOC Federal #22, reserving an overriding royalty interest, proportionately reduced, in accordance with the interest conveyed. If these terms are acceptable, Gothic will promptly prepare a farmout agreement covering the drilling of this well for your review and execution. Gothic plans to commence pooling proceedings in the near future.

Nadel & Güssman Well Proposal Letter McClellan MOC Federal #22 Section 28-T5S-R25E

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If you have any questions in this regard, please do not hesitate to contact the undersigned.

Sincerely,

NADEL & GUSSMAN

By:

Title:

Attachment

GOTHIC PRODUCTION CORPORATION

| Angel Bruner Land Manager | |
|---------------------------|---|
| | NADEL & GUSSMAN hereby elects to <u>participate</u> in the drilling of the McClellan MOC Federal #22 well. |
| | NADEL & GUSSMAN hereby elects to go <u>non-consent</u> under the terms of the governing Joint Operating Agreement dated 1-8-82 in the drilling of the McClellan MOC Federal #22 well. |
| | NADEL & GUSSMAN hereby elects to <u>farmout</u> it's interest, according to the terms set forth herein, in the drilling of the McClellan MOC Federal #22 well. |
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Date: _