

63639

RECORDED *October 22* 1958 11:00 A. M.
IN BOOK *17 Miscellaneous* PAGE *468*
FEES \$ *25.00* vs. COUNTY CLERK
SUBLETTE COUNTY, PINEDALE, WYOMING

POWER OF ATTORNEY

STATE OF TEXAS

COUNTY OF EL PASO

KNOW ALL MEN BY THESE PRESENTS:

That EL PASO NATURAL GAS COMPANY, a Delaware corporation (hereinafter generally called the Company), pursuant to a resolution duly adopted by its Board of Directors, a copy of which, certified by the Secretary of the Company, is hereto annexed marked Exhibit A, does hereby designate, constitute and appoint SAM SMITH, residing at 4 Half Moon Road, in the City and County of El Paso, State of Texas, as the true and lawful agent and attorney-in-fact of the Company authorized and empowered, as he hereby is, to execute and deliver from time to time in the name and for and on behalf of the Company, as its Attorney-in-Fact, with the corporate seal of the Company thereunto affixed and attested by its Secretary or one of its Assistant Secretaries, or without such corporate seal and/or without such attestation, any instrument or instruments of the following types:

1.

Pooling Agreements of whatever kind and nature, including Communitization Agreements and Consolidation Agreements, affecting oil, gas and mineral leases or interests therein owned by the Company.

2.

Operating Agreements affecting oil, gas and mineral leases or interests therein owned by the Company.

3.

Instruments of Release, Surrender or Assignment of any oil, gas and mineral lease or leases or any interest in and under any such lease or leases.

4.

Applications or offers for oil, gas and mineral leases.

5.

Applications for extension of oil, gas and mineral leases.

6.

Acceptances of oil, gas and mineral lease assignments, including but not limited to those affecting Federal, State or Indian lands and Affidavits with respect to oil, gas and mineral leases.

7.

Division and Transfer Orders.

8.

Oil, gas and mineral leases in which the Company is named as the lessee or as one of the lessees.

9.

Lease bonds and lease bond applications.