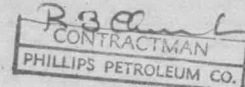


IN WITNESS WHEREOF, the parties hereto have executed this agreement and assignment this 15th day of November, 1971.

H. A. KUEHNERT, ATTY-IN-FACT, FOR PHILLIPS PETROLEUM CO.  
BARTLESVILLE, OKLA. 74004. DELAWARE CORP., STATEMENT  
QUALIFICATION AND POWER OF ATTORNEY FILED IN W-092534  
STILL IN EFFECT.

PHILLIPS PETROLEUM COMPANY

By H. A. Kuehnert  
H. A. KUEHNERT  
Attorney-in-Fact



TENNECO OIL COMPANY

Certified Copy of Resolution by Board of  
Directors of Tenneco Oil Company designating  
L. L. Parish as Attorney-In-Fact is filed in  
W-092534 still in effect.

By L. L. Parish  
L. L. Parish  
Attorney-in-Fact

WAR  
AN

STATE OF COLORADO )  
CITY AND COUNTY OF DENVER ) ss.

The foregoing instrument was acknowledged before me this 15th day of November, 1971.

Witness my hand and official seal.

My commission expires: JAN 27 1975

Mary Alice Niss  
Notary Public

STATE OF COLORADO X  
CITY AND COUNTY OF DENVER X ss.

Before me, a Notary Public in and for said County and State, on this 3rd day of December, 19 72, personally appeared L. L. Parish to me known to be the identical person who subscribed the name of the maker thereof to the instrument as its Attorney-In-Fact and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation for the uses, purposes and considerations therein set forth.

WITNESS my hand and notarial seal the day and year last above written.

Elane C. Middaugh  
Notary Public

Elane C. Middaugh

My Commission Expires:

My Commission expires July 10, 1974