



OIL & GAS
CONSERVATION COMMISSION

KERN COUNTY LAND COMPANY
CERTIFICATE OF AUTHORITY

THIS IS TO CERTIFY that I, the undersigned, ROGER G. ANAWALT, am an ASSISTANT Secretary of Kern County Land Company, a California corporation, and that the following is a true and correct copy of a resolution duly adopted by the Board of Directors of said Company at a meeting held on June 7, 1962, and that said resolution is now in full force and effect:

RESOLVED, that the Company's Manager-Oil Lands and Leases, now or hereafter appointed, be and he hereby is authorized to execute, deliver, accept, amend, extend and cancel in the name and on behalf of the Company, in the usual course of its business, the following described instruments and documents relating to the Company's oil, gas and hard minerals business and properties:

1. Oil and gas leases and other mineral leases, where the Company is lessee, and contracts, options and other instruments for the acquisition of oil, gas or other mineral leases or other mineral or royalty interests and related personal property;
2. Assignments, subleases, releases and surrenders of oil and gas leases and other mineral leases and instruments transferring related personal property;
3. Pooling agreements, pooling powers and pooling declarations relating to unitization of leasehold, royalty or other interests in oil, gas or other minerals;
4. Farmout agreements, acreage contribution agreements, and dry hole and bottom hole letter agreements;
5. Agreements creating, or assignments of, overriding royalties and production payments;
6. Operating agreements;
7. Oil and gas leases and other mineral leases, where the Company is lessor, covering the Company's mineral interests outside the counties referred to in the first proviso at the end of this resolution;
8. Right of way agreements and geophysical permits relating to operations for oil, gas and other minerals;
9. Geophysical contracts;



10. Division orders;
11. Drilling contracts;
12. Applications required by governmental authorities in connection with the Company's oil, gas and hard minerals activities;
13. Subordination agreements;
14. Bonds and indemnities and releases thereof.

Provided, however, that the foregoing authority does not extend to instruments and documents affecting properties (exclusive of unpatented mining claim interests) owned by the Company in fee, or in which the Company has a fee interest in mineral rights, located in Kern and San Luis Obispo Counties, California; Yavapai, Coconino and Cochise Counties, Arizona; Sierra, Socorro, Grant and Hidalgo Counties, New Mexico; and Lake, Deschutes and Klamath Counties, Oregon.

Further provided, that the authority herein granted does not extend to offers to accept non-competitive oil and gas leases under Section 192.42, Title 43, of the Code of Federal Regulations, or to accept assignments of such leases, unless the lease or interest therein to be assigned to the Company is for the sole and exclusive benefit of the Company and not in behalf of any other person in whole or in part, and said Manager-Oil Lands and Leases is hereby authorized to execute all statements of interest and of holdings in behalf of the Company and to execute all other statements required or which may be required by Federal statutes and regulations, and the Company agrees to be bound by such representations of said Manager and waives any and all defenses which may be available to the Company to contest, negate or disaffirm the actions of said Manager under the authority herein contained.

It is further certified that JAMES A. WALKER is the Manager-Oil Lands and Leases of said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said Company this 26th day of June, 1967.

(Corporate Seal)


Roy G. Marshall
ASSISTANT Secretary
Kern County Land Company