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May 1, 1989

*BOARD CERTIFIED TAX ATTORNEY
LL.M. IN TAXATION
REGISTERED PATENT ATTORNEY

HAND-DELIVERED

Mrs. Ruby I. Boehm (LE-3-1)
United States Bureau of Land Management
Minerals Management Service
Gulf of Mexico, OCS Region
1201 Elmwood Park Blvd.
New Orleans, LA 70123-2394

RECEIVED

MAY 8 1989

Minerals Management Service
Leasing & Environment

Re: Recordation of Gas Purchase and
Sales Agreement and Amendments Thereto

Dear Mrs. Boehm:

Enclosed herewith are certified copies of the following instruments,
to-wit:

- (1) A Gas Purchase and Sales Agreement by and between Tenneco Oil Company, Seller, and Tennessee Gas Supply Corporation, Buyer, entered into on July 22, 1988, and made effective at 5:01 p.m. CDT, June 30, 1988, covering the offshore Gulf of Mexico area.
- (2) A Ratification and Amendment by and between TOC-Gulf of Mexico, Inc., and TOC-Gulf Coast, Inc., Seller, and Tenneco Gas Supply Corporation, Buyer, entered into on September 8, 1988, and effective September 1, 1988, being a ratification and amendment to that Gas Purchase and Sales Agreement referred under "(1)" above.
- (3) A Second Amendment by and between TOC-Gulf of Mexico, Inc., and TOC-Gulf Coast, Inc., Seller, and Tenneco Gas Supply Corporation, Buyer, entered into on November 8, 1988, and effective October 31, 1988, being a second amendment to that Gas Purchase and Sales Agreement referred under "(1)" above.

- (4) A Third Amendment by and between TOC-Gulf of Mexico, Inc., Seller, and Tenneco Gas Supply Corporation, buyer, entered into on November 15, 1988, and effective November 1, 1988, being a third amendment to that Gas Purchase and Sales Agreement referred under "(1)" above.

The mineral leases which are committed, dedicated subject to or otherwise affected by the aforesaid Gas Purchase and Sales Agreement and Ratification and Amendments thereto are Federal leases which cover certain lands on the Outer Continental Shelf, offshore Louisiana, Texas, Mississippi and Alabama. The leases and lands are identified as follows:

<u>BLOCK</u>	<u>OCS LEASE NUMBER</u>
CHANDELEUR AREA 28/29 (1)	OCS-G-5740
EAST CAMERON 143	OCS-G-5369
EAST CAMERON 235	OCS-G-5386
EAST CAMERON 236	OCS-G-5387
EUGENE ISLAND 172	OCS-G-5494
EUGENE ISLAND 207	OCS-G-9586
EUGENE ISLAND 216	OCS-G-9587
EUGENE ISLAND 223	OCS-G-9588
EUGENE ISLAND 229	OCS-G-5505
EUGENE ISLAND 244	OCS-G-9589
EUGENE ISLAND 320	OCS-G-8695
GALVESTON ISLAND 424	OCS-G-4186
GRAND ISLE 44 (SOUTH HALF)	OCS-G-7786
HIGH ISLAND 128	OCS-G-5009
MAIN PASS 74	OCS-G-8746
MOBILE BAY 863 - SHALLOW	OCS-G-5748
MOBILE BAY 864 - SHALLOW	OCS-G-5064
MOBILE BAY 907 - SHALLOW	OCS-G-7844
MUSTANG ISLAND 769	OCS-G-5989
MUSTANG ISLAND 822	OCS-G-6002
MUSTANG ISLAND 823	OCS-G-6003
MUSTANG ISLAND 834	OCS-G-6006
MUSTANG ISLAND 835	OCS-G-6007
MUSTANG ISLAND 836	OCS-G-6008
MUSTANG ISLAND 845	OCS-G-6009
MUSTANG ISLAND 846	OCS-G-6010
MUSTANG ISLAND 847	OCS-G-6011
MUSTANG ISLAND 849	OCS-G-6012
MUSTANG ISLAND 868	OCS-G-6013
MUSTANG ISLAND 875	OCS-G-6014
MUSTANG ISLAND 876	OCS-G-6015
MUSTANG ISLAND A-22	OCS-G-4536
MUSTANG ISLAND A-30	OCS-G-6021
MUSTANG ISLAND A-31	OCS-G-4537
MUSTANG ISLAND A-34	OCS-G-8545

May 1, 1989

Page 3

NORTH PADRE ISLAND 887	OCS-G-5947
NORTH PADRE ISLAND 888	OCS-G-5948
NORTH PADRE ISLAND 894	OCS-G-7134
NORTH PADRE ISLAND 895	OCS-G-7135
NORTH PADRE ISLAND 909	OCS-G-5952
SHIP SHOAL 129	OCS-G-7751
SHIP SHOAL 153	OCS-G-7752
SHIP SHOAL 193	OCS-G-8711
SHIP SHOAL 201	OCS-G-5557
SHIP SHOAL 202	OCS-G-5558
SOUTH MARSH ISLAND 104	OCS-G-7712
SOUTH MARSH ISLAND 117	OCS-G-5465
SOUTH MARSH ISLAND 118	OCS-G-4807
SOUTH MARSH ISLAND 64	OCS-G-8682
SOUTH MARSH ISLAND 65	OCS-G-7702
SOUTH MARSH ISLAND 77	OCS-G-7703
SOUTH PELTO 16	OCS-G-8722
SOUTH TIMBALIER 100	OCS-G-5599
SOUTH TIMBALIER 111	OCS-G-5602
SOUTH TIMBALIER 147	OCS-G-4885
VERMILION 253	OCS-G-5031
VERMILION 95	OCS-G-5408
VERMILION 96	OCS-G-5409
WEST CAMERON 137	OCS-G-8621
WEST CAMERON 200	OCS-G-9403
WEST CAMERON 622	OCS-G-9431
WEST CAMERON 623	OCS-G-9432
WEST CAMERON 91	OCS-G-4387

It has been our experience with your office in the past when dealing with instruments of this length which affect a number of leases that the procedure to be followed is to file the certified copies of the instruments in one lease file, and to file letters in the remaining lease files reflecting the filing and referencing the lease file where the instruments can be found. We therefore request that the aforesaid certified copies of the instruments be recorded in the lease file for Galveston Island 424 - OCS Lease Number OCS-G-4186, and we enclose 62 copies of this letter to be filed in the remaining lease files. The person delivering these instruments will have our firm check for payment of the filing fees. We estimate the cost of filing to be \$1,650.00 (\$25.00 per filing, the four certified copies referred to above, and 62 copies of this letter). We also request that you indicate on the copy of this letter the date, time and place of the above filing.

It is our understanding that one drawback of this procedure is the possibility that the lease file for Galveston Island 424 OCS-G-4186 might at some point be placed in the archives. We don't know under what circumstances that might occur. We would assume that it is possible that Galveston Island 424 OCS-G-4186 could go off production or otherwise

Mrs. Ruby I. Boehm (LE-3-1)

May 1, 1989

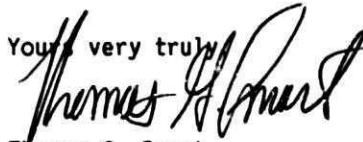
Page 4

terminate while the other leases were being maintained. We ask that you make a notation in your files to consult us prior to doing so, so that we may make any necessary arrangements to continue the effect of our filings.

We appreciate your assistance in this matter. If you have any questions or difficulties concerning this filing, please contact us.

With best wishes, I am,

Yours very truly



Thomas G. Smart

TGS/tah - 0256E

Enclosures

Received the above instruments and filed same in the records of the office of the United States Minerals Management Service, New Orleans, Louisiana, this 8th day of May, 1989, at 10 o'clock A.M.

UNITED STATES MINERALS MANAGEMENT SERVICE

BY: Ruby I. Boehm