

**ENGERCH
EXPLORATION INC**

Thanksgiving Tower, Suite 128
1601 Elm Street, Lock Box 57
Dallas, Texas 75201
214-670-2062
Telecopy 214-969-5549

J. GRANGER ANDERSON III CPL
Senior Landman
Offshore and Minerals

December 18, 1990

Minerals Management Service
1201 Elmwood Park Blvd.
New Orleans, LA 70123-2394

Attention: Mr. & Mrs. Nelle Boehm

RECEIVED

DEC 19 1990

Minerals Management Service
Leasing & Environment

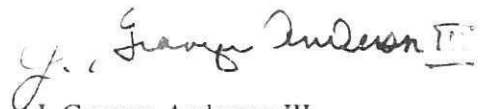
Re: OCS-G 9814
Mississippi Canyon 485
Offshore Louisiana

Dear Mrs. Boehm:

Enclosed for placement in the subject file are two copies of a "Declaration of Operating Agreement" pertaining to the lease. Also enclosed is my personal check in the amount of \$25,000 to cover the filing fee. Please stamp and return one copy of the instrument to acknowledge receipt of same. Thank you for your attention to this matter.

Your very truly,

EP OPERATING COMPANY


J. Granger Anderson III

JGA:lj

Enclosures

SEP 20 1988

DECLARATION OF OPERATING AGREEMENT

Minerals Management Service
Geology & Environment

STATE OF TEXAS §
COUNTY OF DALLAS §

KNOW ALL MEN BY THESE PRESENTS:

PERSONALLY BEFORE ME, the undersigned authority, a Notary Public in and for the State of Texas, duly commissioned and qualified, there came and appeared Gary J. Junco who being first duly sworn, did depose and say:

"My name is Gary J. Junco. I am Senior Vice President of Enserch Exploration, Inc., Managing General Partner of EP Operating Company, a Texas limited partnership, and in executing this notice am acting in my official capacity on behalf of such corporation in its capacity of managing general partner of such Texas limited partnership. The following parties, name:

EP Operating Company
1817 Wood Street
Dallas, Texas 75201

Petrofina Delaware, Incorporated
Gulf Tower Building
1301 McKinney, Suite 3000
Houston, Texas 77010-3033

(the "Parties" are the current parties in interest with respect to that certain Offshore Operating Agreement (the "Agreement") dated September 30, 1988, between the Parties and their predecessors in interest naming EP OPERATING COMPANY, as Operator of the offshore lease and block described herein. The Agreement governs the management, exploration, and development of the United States Department of the Interior Mineral Management Service Offshore Oil and Gas Lease of Submerged Lands under the Outer Continental Shelf Lands Act bearing Serial No. OCS-G 9814, and covering all of block 485, Mississippi Canyon, Official Protraction Diagram NH 16-10. It is the agreement of the Parties and the duty of Operator to give record notice of the Agreement to those who may have occasion to examine the public records with respect to the interest of one or more of the Parties. Therefore anyone wishing to review the Agreement may do so at the office of Enserch Exploration, Inc., Managing General Partner of EP Operating Company, at the address set forth above."


WITNESS


AFFIANT


WITNESS

SWORN TO AND SUBSCRIBED BEFORE ME THIS 4 DAY OF October 1988.


NOTARY PUBLIC

STATE OF TEXAS

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§
§

COUNTY OF DALLAS

BEFORE ME, the undersigned authority, on this day personally appeared GARY J. JUNCO, to me personally known, who, being duly sworn, did depose and say:

That he is the Senior Vice President of ENSERCH EXPLORATION, INC., a Delaware corporation, and that the instrument was signed in behalf of the corporation by authority of its Board of Directors, as Managing General Partner of EP OPERATING COMPANY, a Texas limited partnership, and that GARY J. JUNCO acknowledged the instrument to be the free act and deed of the corporation, as Managing General Partner of EP OPERATING COMPANY, a Texas limited partnership.

[Signature] GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 14 day of , 1988.

My Commission expires:



[Signature]
Notary Public