

STATE OF ALABAMA)
COUNTY OF TUSCALOOSA)

AFFIDAVIT OF TESTIMONY
DOCKET NO. 10-31-01-7

Comes now STEVEN M. HUTCHINGS, Consulting Landman for Phillips Petroleum Company (hereinafter "Phillips"), whose qualifications are on file with the State Oil and Gas Board and who, after being duly sworn on his oath, states the following:

That Petitioner proposes to drill the Hassinger 17-12-195 Well at a location 1,813 feet from the South line and 491 feet from the West line of the 40-acre unit for said well consisting of the Northwest Quarter of the Southwest Quarter of said Section 17 in the White Oak Creek Coal Degasification Field; and

That Petitioner owns or controls a majority of the presently vested interests in the proposed 40-acre unit; however, the owners or claimants of 4.464 mineral acres, or approximately 11.16% of the unit, have yet to agree to voluntarily pool their interests in said unit; and

That Petitioner is the owner of the majority of the operating interest within the proposed unit, and is an experienced and competent operator and should be appointed operator for this unit and as such operator proceed in accordance with the provisions of Section 9-17-13, Code of Alabama (1975), as amended, and Rule 400-7-2 of the State Oil and Gas Board of Alabama Administrative Code; and

That, in my opinion, the granting of the petition will prevent waste and will protect the correlative rights of all owners in the unit.

Further Affiant saith not.

PHILLIPS PETROLEUM COMPANY

BY: Steven M. Hutchings
STEVEN M. HUTCHINGS

Sworn to and subscribed before me this 17th day of October, 2001.

My Commission Expires: 11-24-01

STATE OIL AND GAS BOARD
Delma B. Walker
 NOTARY PUBLIC

Exhibit No. 1

Petition By Phillips

Page No. 12 Date 10-31-01

Signature of S. Hutchings
R Hamel

OCT 17 2001

STATE OF ALABAMA }
TUSCALOOSA COUNTY }

AFFIDAVIT OF NOTICE

Comes now William T. Watson, attorney for PHILLIPS PETROLEUM COMPANY, who, after being duly sworn on his oath, states the following:

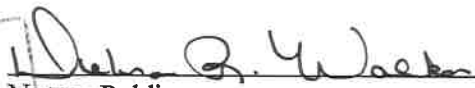
That on behalf of Phillips Petroleum Company, petition bearing Docket No. 10-31-01-7, was filed with the State Oil and Gas Board of Alabama and, in accordance with Rule 400-7-1-.11(2) of the rules and regulations of the State Oil and Gas Board of Alabama Administrative Code, notice of said petition was mailed, by ordinary first class mail, postage paid, to the following named persons at least fifteen (15) days prior to the scheduled hearing of the petition. The persons notified are unleased mineral interest owners in the unit, known to the Petitioner.

The persons receiving said notice are listed on Exhibit "A" attached hereto and made a part hereof. Also attached hereto, labeled Exhibit "B", and made a part of this Affidavit is a true copy of the notice mailed to the aforementioned persons.

Further Affiant saith not.


WILLIAM T. WATSON

Sworn to and subscribed before me this 16th day of October, 2001.

STATE OIL AND GAS BOARD		
Exhibit No. <u>2</u>	Notary Public	
Petition By <u>Phillips</u>	My Commission Expires: 11-04-2001	
Map No. <u>12</u>	Date <u>10-31-01</u>	
W. Watson		
R Hamlin		

STATE OF ALABAMA
OCT 17 2001

EXHIBIT "A"
TO AFFIDAVIT OF NOTICE

Re: Phillips Petroleum Company
Docket No. 10-31-01-7

David M. Dunn
206 Williwowick
Conroe, Texas 77304

Reedy Franklin Dunn, Jr.
Address Unknown

Sylvia Ann Dunn
Address Unknown

Wanda Dunn Yeager
1600 Municipal Drive, Apt. 211
Plano, Texas 75074

John Dunn
1428 Sherrye Drive
Plano, Texas 75074

Jeffery Dunn
1428 Sherrye Drive
Plano, Texas 75074

Stephen Dunn
1428 Sherrye Drive
Plano, Texas 75074

Kenneth Dunn
1428 Sherrye Drive
Plano, Texas 75074

EXHIBIT "B"
TO AFFIDAVIT OF NOTICE

NOTICE OF MEETING

The State Oil and Gas Board of Alabama will hold its regular monthly meetings at 10:00 a.m. on Wednesday, October 31, and Friday, November 2, 2001 in the Board Room of the State Oil and Gas Board Building, University of Alabama Campus, Tuscaloosa, Alabama, to consider, among other items of business, the following petition:

DOCKET NO. 10-31-01-7

Petition by PHILLIPS PETROLEUM COMPANY, a Delaware corporation, authorized to do and doing business in the State of Alabama, requesting the State Oil and Gas Board to enter an order force pooling, without the imposition of a risk compensation penalty, all tracts and interests in hydrocarbons produced from the Hassinger 17-12-195 Well to be drilled on a 40-acre unit consisting of the Northwest Quarter of the Southwest Quarter of Section 17, Township 17 South, Range 8 West, Tuscaloosa County, Alabama, in the White Oak Creek Coal Degasification Field.

This Petition is in accordance with Section 9-17-13, Code of Alabama (1975), as amended, and Rule 400-7-2-.01 of the State Oil and Gas Board of Alabama Administrative Code.

The public is further advised that, pursuant to this hearing, the applicable provisions of the Code of Alabama (1975), and the State Oil and Gas Board of Alabama Administrative Code, the Board will enter such Order or Orders as in its judgment may be necessary in accordance with the evidence submitted and accepted.

The public is invited to attend this meeting; however, you may elect to submit your comments in writing regarding a particular item before the Board. **YOU ARE NOT REQUIRED TO ATTEND NOR ARE YOU REQUIRED TO MAKE ANY WRITTEN COMMENTS. IF YOU HAVE ANY QUESTIONS CONCERNING THE ITEM NOTICED OR ANY QUESTIONS CONCERNING THE BOARD'S PROCEDURE, CONTACT THE OIL AND GAS SUPERVISOR. PERSONS EXPECTING TO OPPOSE THE ABOVE NOTICED ITEM ARE REQUESTED TO NOTIFY THE BOARD OF THEIR OPPOSITION WITHIN 48 HOURS PRIOR TO THE MEETING DATE.**

STATE OIL & GAS BOARD OF ALABAMA
420 Hackberry Lane
P.O. Box 869999
Tuscaloosa, Alabama 35486-6999
(205) 349-2852

Donald F. Oltz
Secretary to the Board
State Oil and Gas Supervisor