JAN - 7 2000

MS 2730

Mr. Donald A. Hamilton
Vice President, Raw Material Supply
Gary-Williams Energy Corporation
370 17th Street, Suite 5300
Republic Plaza Building
Denver, Colorado 80202

Dear Mr. Hamilton:

Enclosed for your records is a fully executed copy of Modification No. 001 to your sales contract No. 6300-99-101.

Should you have any questions, I may be reached at (303) 275-7385.

Sincerely,

/s/ Todd W. Leneau

Todd W. Leneau
Contracting Officer

Enclosure

bcc: R. Prael, COTR, MS-3131
Contract File
Reading File
ASC Chron

LMS:WASC:MS2730:TWLeneau:twl:01/07/00:Mod-001.101-1

AMENDMENT OF SOLICITA ON/MODIFICATION OF CONTRACT

1 3

2. AMENDMENT/MODIFICATION NO	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO (If applicable)
0001	11-10-99		

6. ISSUED BY CODE MS 2730

Minerals Management Service
Procurement Branch, MS 2730
P. O. Box 25165
Denver Federal Center
Denver, Colorado 80225-0165

7. ADMINISTERED BY (If other than Item 6) CODE

DUPLICATE ORIGINAL

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)

Gary-Williams Energy Corporation
370 17th Street
Republic Plaza Building, Suite 5300
Denver, Colorado 80202

CODE FACILITY CODE

( ) 9A. AMENDMENT OF SOLICITATION NO

9B. DATED (SEE ITEM 11)

✓ 10A. MODIFICATION OF CONTRACT/ORDER NO. 6300-99-101

10B. DATED (SEE ITEM 13) 11-10-99

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods

(a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified

12. ACCOUNTING AND APPROPRIATION DATA (If required)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

( ) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)

✓ C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF Mutual Agreement of the parties

D. OTHER (Specify type of modification and authority)

E. IMPORTANT Contractor ☐ is not ☒ is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

Pursuant to a mutual agreement of the parties, this contract is hereby modified as stated below:

A) Section C. is modified to add the following paragraph

"C 8 Price Variations Pricing in this contract is based on the average of the Platt's Oilgram spot price for Alaska North Slope (ANS) and Petroleum Argus' ANS spot value applicable to the month of delivery. A gravity adjustment will be made when the delivered gravity deviates more than 1/10 of one degree from the assumed delivered gravity. This results in a further reduction in the price paid if the crude is more than 1/10 of one degree heavier than the assumed delivered API gravity, and an addition to the price if the crude oil is more than 1/10 of one degree lighter than the assumed delivered gravity. The gravity adjustment will be based on the California Chevron Crude Oil Bulletins applicable for the month of delivery.

The Platt's/Argus Month of Delivery means the quotes from the first day through the last day of the month, one month prior to the physical month of delivery (excluding weekends and holidays)"

(Continued on Page 2 of 3)

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
Donald A. Hamilton		Todd W. Leneau	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED 1/03/00	16B. UNITED STATES OF AMERICA BY Todd W. Leneau (Signature of Contracting Officer)	16C. DATE SIGNED JAN - 7 2000

PREVIOUS EDITION UNUSABLE

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STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243

Exhibit B-1
RIK Lease Listing for Sale 99-1

Refiner Number: 99101 RefinerName: Gary-Williams Energy

Bundle	Lease Number	FMP Number	Operator Name	Area	Block	Oil Type	Quality	Market Center	Daily Royalty Share
198	088-000180-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	84
198	088-000181-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	1355
198	088-000190-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	1492
198	088-000191-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	462
198	088-000329-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	398
								Bundle Subtotal	3191
199	088-000202-0	20041111500	Nuevo Energy	Huenemi		H- H	21.0	Mandalay	76
199	088-000203-0	20041111500	Nuevo Energy	Huenemi		H- H	21.0	Mandalay	189
								Bundle Subtotal	265
201	088-000182-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	2837
201	088-000183-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	1131
								Bundle Subtotal	3968
202	088-000193-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	213
202	088-000194-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	97
202	088-000195-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	46
202	088-000326-0	20040833500	Exxon Company, U S A	Santa Ynez		H- Y	20.9	Las Flores Canyon	4
								Bundle Subtotal	360

Summary for 'RefinerNumber' = 99101 (13 detail records)

Sum 8384