



NORTH AMERICAN RESOURCES COMPANY

DENVER DISTRICT OFFICE
1700 BROADWAY, SUITE 2000, DENVER, COLORADO 80290
TELEPHONE (303) 861-9183



April 16, 1998

Jack C. Wheeler
Donna Jean Wheeler
5909 County Line Road
Erie, CO 80516

RE: Wheeler Unit #31-1
660' FNL and 1680' FEL
Township 1N-R69W of the 6th P.M.
Section 1: ~~NE 1/4 NW 1/4~~ NW 1/4 NE 1/4

MAY 14 1998

Dear Mr. and Ms. Wheeler:

North American Resources Company (NARCO) proposes to drill the captioned well in an "off" pattern location to accommodate certain surface owner and topographic (wetlands) considerations in the "legal" Codell/Niobrara drilling window. (Please see the attached plat).

NARCO is also the operator of the adjacent lands toward which we intend to move the proposed well, and we (NARCO) are required by the Colorado Oil and Gas Commission Regulations to obtain a consent and waiver from each royalty owner toward which the proposed operation is being moved, if as stated the adjoining property is operated by the requesting operator (NARCO).

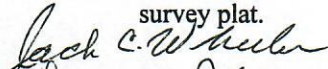
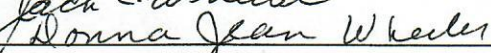
Therefore, NARCO respectfully requests that you grant such a consent and waiver by executing this letter ballot in the below provided space.

We wish to thank you in advance for your cooperation, however, if you have any questions or concerns that we could address, please feel free to contact either one of the individuals below at your convenience.

Sincerely,


Leon J. Hinton
Consulting Landman
(303) 839-3008

We _____ Hereby consent to the proposed off pattern well location
as set forth and described in this letter and on the accompanying
survey plat.

BY: 


DATE: 4/17/98

Alternate Contact: Mr. Dan Nelson
(972) 396-1677 (Cell)