

STATE OF Alabama
COUNTY OF Montgomery

POWER OF ATTORNEY

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\$

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KNOW ALL MEN BY THESE PRESENTS, that I, ELLA B. BACK,
of the City of Montgomery, State of Alabama,
have made, constituted and appointed and by these presents do make,

constitute and appoint John W. Durr of the City of Montgomery,

State of Alabama, as my true and lawful attorney for me and in my

individual name, place and stead, giving and granting to him as he

shall deem advisable, the full, complete and unlimited right, power

and authority to negotiate for and lease to Atlantic Richfield

Company, its agents, employees, successors or assigns, all those

lands that are a part of the Estate of Jno W. Durr a/k/a John W.

or J. W. Durr. I give to John W. Durr, as my true and lawful

attorney in fact for me and in my name, place and stead, with the

unlimited right, power and authority, including, but not limited

to the following powers:

1. To buy and sell real property; to lease from others or

rent to others on such terms as he might deem best; to make and

execute conveyances of property to the purchaser or purchasers,

on such terms and for such prices as he might deem best either for

all cash or part cash and part credit; to execute oil, gas and

mineral leases, ratifications, rental division orders, royalty

division orders to the purchaser or purchasers on such terms and

for such prices that he might deem best; and

2. To draw checks, drafts or other orders for the payment of

money, from time to time, upon any bank account on which I may now

have or hereafter have, and to make deposits to any such bank

accounts; to receive any receipt from oil indebtedness due me at

anytime hereafter whether now contracted or hereafter contracted;

to satisfy mortgages and other securities which I may now or here-

after own; to compromise and settle on such terms as he may deem

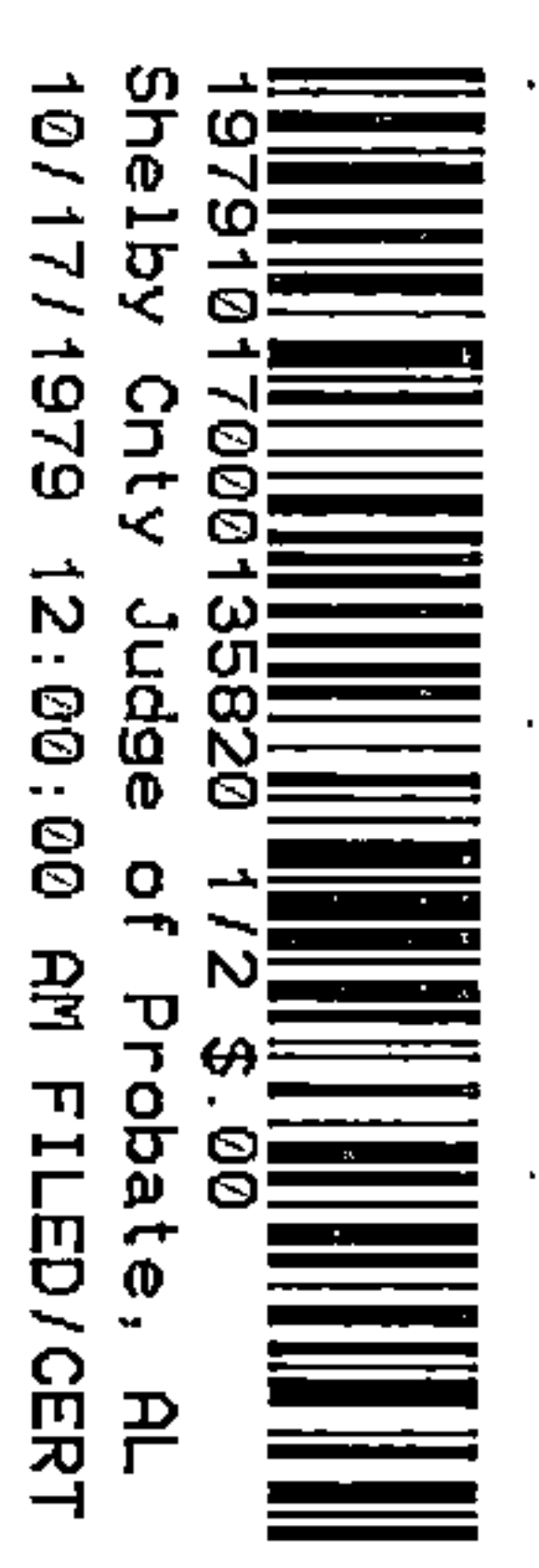
best, any oil indebtedness to me; and

3. To borrow money in such amounts and on such terms as he

may deem best from time to time, and to give security therefor and

notes evidencing the indebtedness, and to pay the same from any

funds of the undersigned; and to generally contract and handle any



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and all of the business of whatsoever nature as may relate to the Estate of Jno W. Durr a/k/a John W. or J. W. Durr and Atlantic Richfield Company, its agents, employees, successors or assigns.

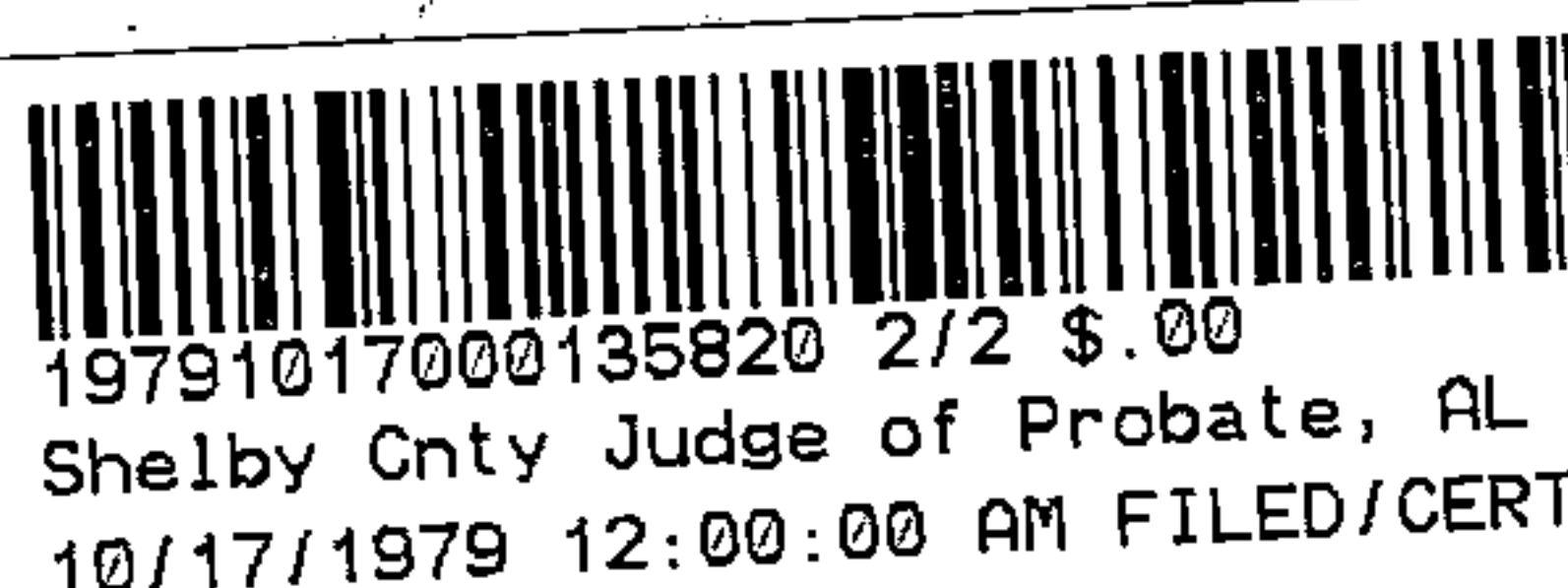
4. The powers herein given shall continue until expressly revoked by me by instrument in writing and filed for record in the Office of the Judge of Probate of Shelby County, State of Alabama.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this the 22nd day of August, 1979.

WITNESS:

J. Halston Buck, Jr.

Elia D. Buck



STATE OF Pennsylvania §
COUNTY OF Delaware §

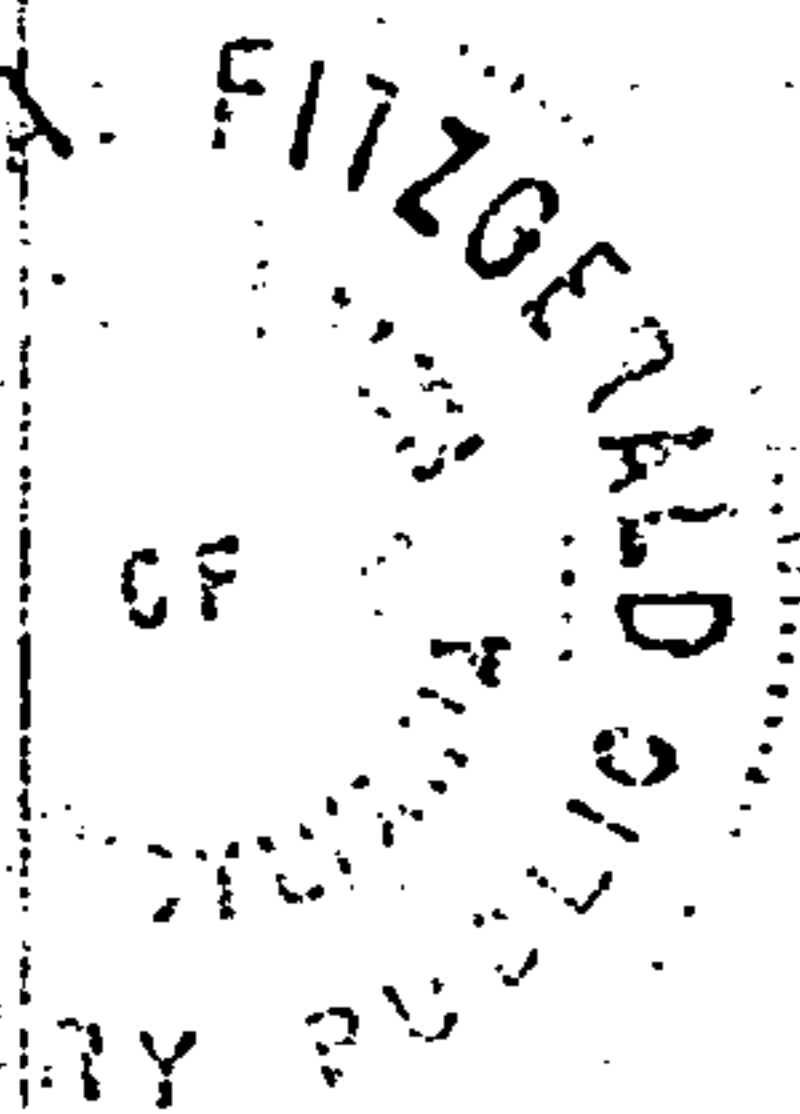
I, the undersigned authority, a Notary Public in and for said County and State, do hereby certify that Elia D. Buck whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that being informed of the contents of said instrument, she executed the same voluntarily on the day the same bears date.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this the 22nd day of August, 1979.

Kathleen A. Fitzgerald
NOTARY PUBLIC

My commission expires: _____

KATHLEEN A. FITZGERALD, NOTARY PUBLIC
... DUNN TOWNSHIP, DELAWARE COUNTY
MY COMMISSION EXPIRES MAR. 23, 1981
Member, Pennsylvania Association of Notaries



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1979 OCT 17 AM 10:08

Thomas G. Snowden, Jr.
JUDGE OF PROBATE

Rec. 3.00
Ind. 1.00
4.00