

STATE OF ALABAMA

§

COUNTIES OF JEFFERSON & SHELBY

§

MEMORANDUM OF LEASE

KNOW ALL MEN BY THESE PRESENTS, that CABOT OIL & GAS CORPORATION ("Cabot"), a Delaware Corporation, and TOTAL MINATOME CORPORATION ("Total"), have entered into an Oil, Gas and Mineral Lease ("Lease") dated August 8, 1991, covering those certain lands owned by Total in Jefferson and Shelby Counties, Alabama. The Lease shall cover the following described lands:

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Shelby County	T19S R2W	Section 10:	N/2 N/2.
	T20S R3W	Section 3:	N/2 SW
		Section 4:	S/2, W/2 NW
		Section 5:	SENE, S/2 S/2
		Section 7:	E/2 NE, N/2 SE
		Section 8:	All, less 2.88 acres RR ROW
		Section 9:	W/2, NE, W/2 SE, NESE
		Section 17:	E/2, NW, SESW, E/2 NESW
		Section 18:	E/2 E/2, NWNE, N/2 NW, SWSE, SESW
		Section 19:	E/2 NE, NESE, NWNE, NW diagonal 20 acres of SWSE lying west of Cahaba River, SESW
	Section 30:	NW diagonal 20 acres of NENW lying west of Cahaba River.	
	T20S R4W	Section 14:	That portion of NE located in Shelby County
Jefferson County	T20S R4W	Section 14:	That portion of NE located in Jefferson County

 3837.12
 Shelby Co.

for a period of three (3) years from the execution date of this Memorandum of Lease and for so long thereafter as oil, gas and minerals are produced from the leased premises.

This Memorandum of Lease is to be placed of record to serve as notice of execution and existence of said Lease and is in no way to supersede, abrogate, change or modify any of the terms, conditions, rights or obligations of any of the parties, all of which are set forth in detail in said Lease. The terms and conditions of said Lease are made a part hereof by reference for all purposes, to be the same effect as though written in extenso herein.

Executed this 8th day of August, 1991.

TOTAL MINATOME CORPORATION

By: J. Kirby Burrey
 Its: Vice President - Land

Will pick up
 the check

STATE OF TEXAS

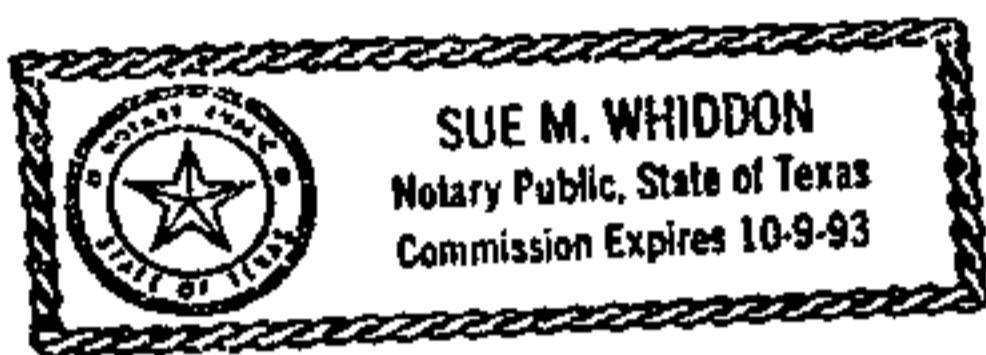
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COUNTY OF HARRIS

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Before me, the undersigned, a Notary Public in and for said County and State, on this 16th day of October, 1991, personally appeared J. Kirby Barry, known to me to be the identical person who subscribed the name of TOTAL MINATOME CORPORATION to the foregoing instrument as its officer and acknowledged to me that he executed the same as his free and voluntary act and deed and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal this 16th day of October, 1991.



Sue M. Whiddon
Notary Public
State of Texas
County of Harris

0022/og

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STATE OF ALA. SHELLEY L.
I CERTIFY THIS
INSTRUMENT WAS FILED

91 OCT 31 AM 11:18

Shelley L. Shelley
JUDGE OF PROBATE

Prepared by:

Cabot Oil & Gas Corporation
P. O. Box 1473
Charleston, WV 25325

AND

Total Minatome Corporation
P. O. Box 4326
Houston, TX 77210-4326

Min TAX 176.86
1. Dead Tax 35.50
2. Mfg. Tax 15.00
3. Recording Fee 5.00
4. Indexing Fee 1.00
5. No Tax Fee 1.00
6. Certified Fee 1.00
Total 222.36