

POWER OF ATTORNEY

That, Westport Oil and Gas Company, Inc., a Delaware corporation, 410 Seventeenth Street, Suite 2300, Denver, Colorado 80202 ("Westport"), acting through Donald D. Wolf, its Chairman and Chief Executive Officer, being duly authorized by its Board of Directors, hereby constitutes, makes and appoints **David R. Dix**, its true and lawful attorney-in-fact, to exercise the following powers for it and in its name, place and stead, from **October 1, 1999** until canceled or terminated:

- (1) to enter into leases, assignments and other contracts in connection with the acquisition, exchange, disposition, exploration, development, pooling or unitization of properties for the production of crude petroleum, natural gas and/or other minerals;
- (2) to acquire, lease, maintain, operate, sell, exchange, surrender or otherwise dispose of any real and/or personal property and associated rights and interests therein (including, without limitation, oil, gas and/or mineral leases, options, permits, and royalties);
- (3) to impose, establish, acquire, surrender or release servitudes or easements;
- (4) to bid on or make offers for oil and gas leases or minerals leases from the United States, any state, or from any country, parish or other political subdivision of any state;
- (5) to make application for any and all governmental franchises or permits;
- (6) to perform such acts and to execute and deliver such instruments as may be necessary or convenient in connection with any of the foregoing.

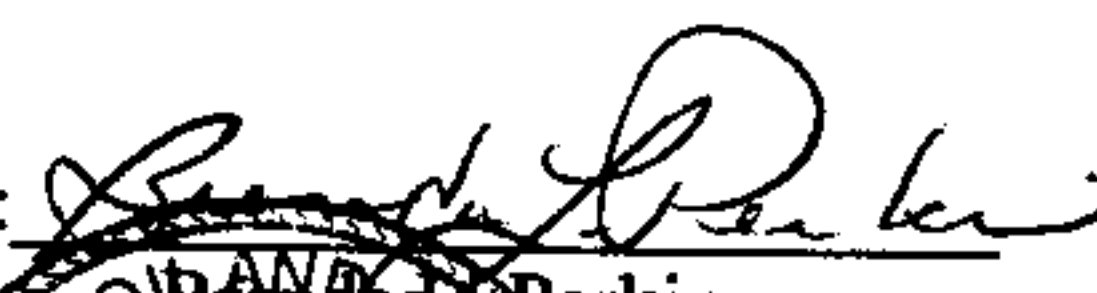
The powers herein conferred shall extend to all acts and transactions affecting real and personal property situated in the United States or within the limits of the Continental Shelf appertaining to the United States.

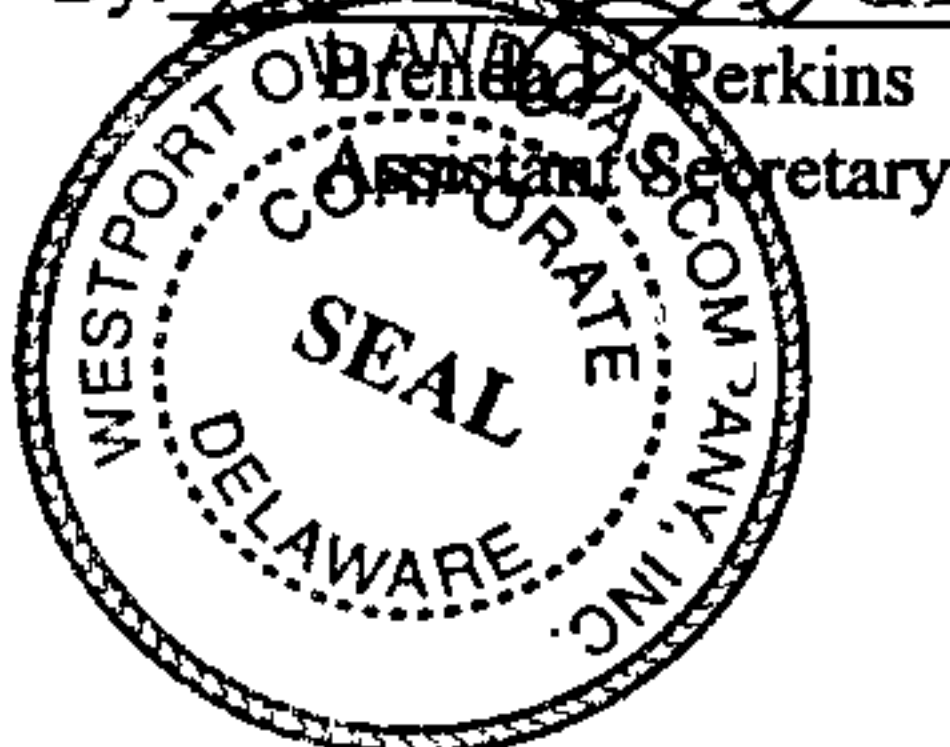
Westport hereby declares that each and every act performed and instrument executed and delivered by David R. Dix in connection with the exercise of the above referenced powers, shall be good and effectual to all intents and purposes as if the same had been performed, executed and delivered by Westport in its corporate presence; and Westport hereby ratifies whatsoever said attorney-in-fact shall lawfully do by virtue hereof.

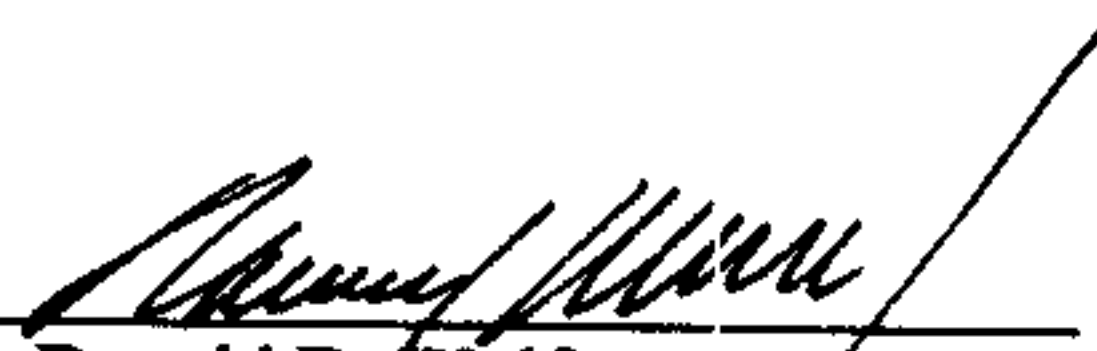
Executed on September 30, 2000, effective October 1, 1999.

Attest:

WESTPORT OIL AND GAS COMPANY, INC.

By: 



By: 

Donald D. Wolf
Chairman and Chief Executive Officer

Inst # 2001-05773

02/21/2001-05773

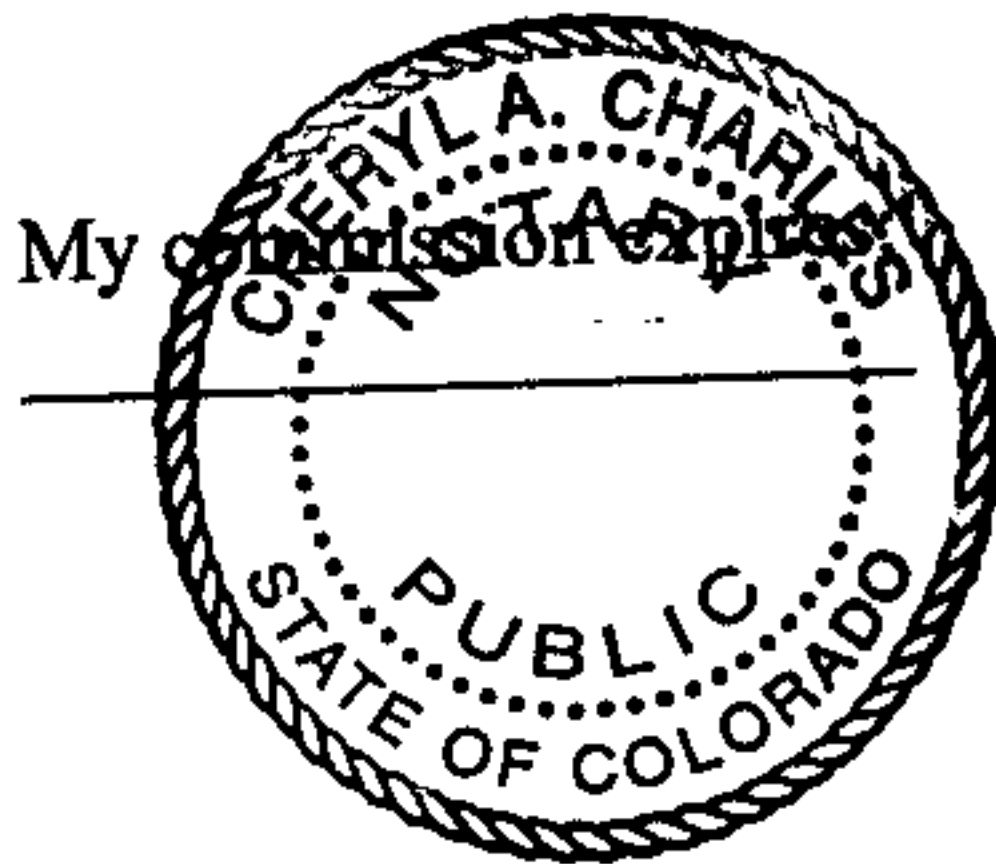
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SHELBY COUNTY JUDGE OF PROBATE
002 HMB 14.00

ACKNOWLEDGMENT

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 30th day of September , 2000 by Donald D. Wolf, as Chairman and Chief Executive Officer of Westport Oil and Gas Company, Inc., a Delaware corporation for and on behalf of said corporation.

Witness my hand and official seal.



My Commission Expires 12/03/2001

Cheryl A. Charles
Notary Public

Inst # 2001-05773

02/21/2001-05773
08:44 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 KMB 14.00