

MEMORANDUM OF RIGHT OF WAY AGREEMENT

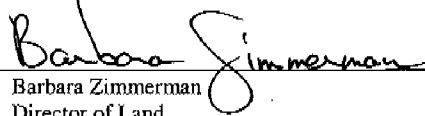
This is a memorandum of Right of Way Agreement ("the Agreement"), which Agreement was entered into on March 8, 2001, by and between Fred E. Trembath and Shirley A. Trembath, Husband and Wife whose address is 1198 lower Prairie Dog Road, Sheridan, WY 82801, hereinafter referred to as ("the Owner"), and J. M. Huber Corporation, whose address is 1900 West Loop South, Suite 1600, Houston, TX 77027, hereinafter referred to as ("the Operator"). This Agreement covers and affects the following described lands situated in Sheridan County, Wyoming:

Township 58 North - Range 83 West, 6th P. M.
Section 35: SW/4NW/4

This Agreement is binding upon the Owner and the Operator and their respective successors and assigns. The owner is the vested owner of the surface estate of the above-described lands. The Owner has assigned its interest in this Agreement to J.M. Huber Corporation, Oil and Gas Division ("Huber"), and Huber also owns an interest in certain oil and gas lease(s) covering the subject lands. This Agreement covers the rights and obligations of the Owner and the Operator, and their respective successors and assigns, regarding the use of the surface of the subject lands in the drilling and development of the coalbed methane wells.

A complete copy of the Agreement is maintained in the offices of the Operator, at the address above, and any person or persons desiring to deal with the Lands may contact the Operator to obtain information as to all the terms on the Agreement. For adequate consideration, in witness whereof, Huber has executed this Memorandum of Right of Way Agreement, as a true representation of the actual Agreement.

OPERATOR**J. M. HUBER CORPORATION**


 Name: Barbara Zimmerman
 Title: Director of Land

STATE OF COLORADO)
) ss.
 COUNTY OF DENVER)

Before me, the undersigned, a Notary Public in and for the said State, on this 20th day of September, 2002, personally appeared before me, Barbara Zimmerman, known to be the identical person who executed the within and foregoing instrument as Director of Land of J. M. Huber Corporation and acknowledged to me that she executed the same as her free and voluntary act and deed.

My Commission Expires

 My Commission Expires 12/15/2002


 Notary Public