

COMMENTS BY CONOCO

1 SPECIAL PROVISION TO NATURAL GAS SALE AND PURCHASE CONTRACT:

2 This Special Provision amends that certain Base Contract for Short-Term Sale and Purchase of
3 Natural Gas dated _____, 199_, between [Repurchaser] and [Marketer] ("Base
4 Contract"), and is intended to supplement the General Terms and Conditions ("GT&C") affecting
5 all Transactions thereunder wherein [Repurchaser] is buyer and [Marketer] is seller. Capitalized
6 terms used in this Agreement, which are not herein defined, will have the meanings ascribed to
7 them in the GT&C.

8 1. DEFINITION OF "FTA": The term "FTA" or "Funds Transfer Agent" will refer to:

9 [Bank]
10 [Bank's address]

11 2. CONFIRMATION OF TRANSACTION BY FTA: Buyer and Seller will send copies of their
12 respective Transaction Confirmations to FTA. Seller will obtain confirmation by the FTA that Seller
13 has contracted with a supplier to deliver a like quantity of gas at the Delivery Point(s) identified on
14 the Transaction Confirmation, under the same Performance Obligation (firm or interruptible) and
15 at a price no greater than the price set out on the Transaction Confirmation between Buyer and
16 Seller. Such confirmation will be documented by the FTA's execution of the FTA Confirmation
17 Statement, as provided below, as a Special Condition at the bottom of the Transaction
18 Confirmation sent by Seller to Buyer. (An example of this form of Transaction Confirmation is
19 attached as Exhibit A-2.)

20
21 Special Condition - FTA Confirmation Statement

22 _____, as the Fund Transfer Agent (FTA), has reviewed
23 the foregoing Transaction Confirmation and confirms that Seller has contracted for delivery
24 of a corresponding quantity of gas at the Delivery Point(s) identified above, under the same
25 Performance Obligation and at a price no greater than the price set out above. FTA will
26 accept payment from Buyer on behalf of Seller under the terms and conditions of the Base
27 Contract.

28 [_____ FTA _____]: _____

29 3. NO MODIFICATION: The payment instructions may not be modified during the operative
30 period of a binding Transaction Confirmation. Any modification to a binding Transaction
31 Confirmation must be in the form of a revised Transaction Confirmation and subject to the same
32 confirmation process set out in paragraph 2 above.