

FOULSTON & SIEFKIN L.L.P.
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IN THE TWENTY-SIXTH JUDICIAL DISTRICT
DISTRICT COURT, STEVENS COUNTY, KANSAS
CIVIL DEPARTMENT

JOHN STEPHEN ALFORD and ROBERT LARRABEE,
individually and on behalf of Plaintiff Class as more
fully described in the Petition,
Plaintiffs,

v.

PIONEER NATURAL RESOURCES USA, INC.
Defendant.

Case No. 93 CV 37

MOTION FOR SUMMARY JUDGMENT BY DEFENDANT PIONEER

COMES NOW the Defendant, Pioneer Natural Resources USA, Inc. ("Pioneer"), and moves pursuant to K.S.A. 60-256 for summary judgment against Plaintiffs as follows:

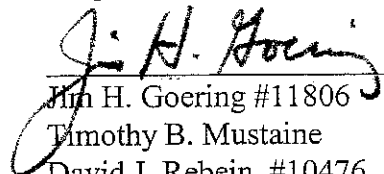
1. For summary judgment regarding all of the claims of the Larrabee (also known as "Ulysses" and "MTR") royalty owners regarding all of their claims other than their claim for helium because of the Larrabee Settlement Agreement and facts relating thereto, all as further described in the Memorandum submitted herewith.
2. For summary judgment regarding all of the claims of the TEMA (also known as "non-MTR" and "Non-Ulysses" and "Satanta") royalty owners regarding all of their claims other than their claim for helium because Pioneer is properly accounting to such royalty owners pursuant to a methodology based upon the Larrabee Settlement Agreement, all as further described in the Memorandum submitted herewith.

3. With respect to Plaintiffs' Claims that Pioneer has improperly deducted "expenses of production" from royalties, for summary judgment that such claims are barred with respect to royalties owing prior to November 17, 1996 due to the statute of limitations, all as further described in the Memorandum submitted herewith.

4. For summary judgment regarding Plaintiffs' Helium Claims, for a ruling that Plaintiffs' are entitled to a fraction of the helium allocated/attributable to their leases pursuant to the royalty fraction specified in such leases, all as further described in the Memorandum submitted herewith.

5. For summary judgment regarding Plaintiffs' claims that Pioneer has improperly deducted "expenses of production" from royalties by finding that Pioneer's gas is marketable at the well and that the costs charged to Plaintiffs, including the costs of compression, are properly chargeable expenses, all as further described in the Memorandum submitted herewith.

Respectfully submitted,


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Attorneys for Defendant

Of Counsel:

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Certificate of Service

I certify that copies of the (1) "Memorandum of Defendant Pioneer in Support of Motion for Summary Judgment"; and (2) the Exhibits in support of such Memorandum; and (3) "Motion for Summary Judgment by Defendant Pioneer" were served upon counsel for Plaintiffs, by the method described below:

Thomas D. Kitch [Served via hand-delivery]
Gregory J. Stucky
David G. Seely
Fleeson, Gooing, Coulson & Kitch, L.L.C.
P.O. Box 997
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Bernard E. Nordling [Served by First Class Mail]
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209 East Sixth Street
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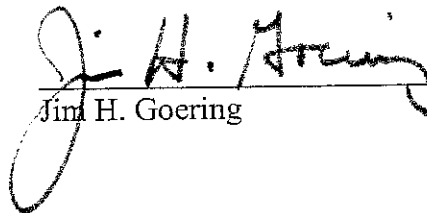
With the original filed with the Court Clerk:

Ms. Koleen Nosekabel [Mailed -- First Class]
District Court Clerk
200 E. 6th Street
Hugoton, KS 67951

And a copy to the Court's Chambers:

Honorable Tom R. Smith [Mailed -- First Class]
200 E. 6th Street
Hugoton, KS 67951

on this 13th day of June, 2001.



Jim H. Goering