

that such transactions are arms-length or that Anadarko can avoid or reduce its liability by delegating its duties to any third parties, including its affiliates. In the alternative, plaintiffs would contend that such affiliates are the alter ego of Anadarko and that Anadarko's transactions with them can or should be disregarded.

Because these issues arise as a result of Anadarko's defense, rather than as a part of plaintiffs' claims *per se*, plaintiffs are uncertain whether they must expressly raise these issues in the pleadings. As a result, and out of an abundance of caution, plaintiffs have filed this motion. If the Court deems it necessary or appropriate for plaintiffs' position regarding these issues to appear on the face of the pleadings, then plaintiffs respectfully request leave to file the proposed reply submitted herewith as Exhibit A.

Respectfully submitted,

FLEESON, GOOING, COULSON & KITCH, L.L.C.

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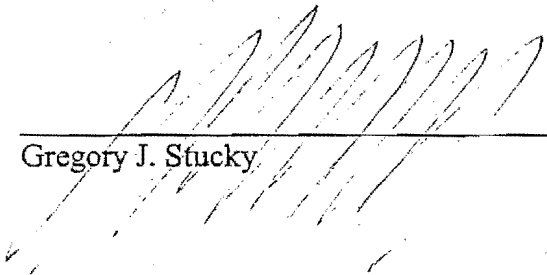
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CERTIFICATE OF SERVICE

I certify that on June 12th, 2000, a copy of this Motion for Leave to Amend Pleadings was placed in the United States mail in Wichita, Kansas, first class postage prepaid, addressed to:

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Respectfully submitted,

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I certify that on June ____, 2000, a copy of this Reply to Anadarko's Defense was placed in the United States mail in Wichita, Kansas, first class postage prepaid, addressed to:

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