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KOLEEN YOSEKABEL
CLERK OF THE DIST. COURT
STEVENS CO. KS

IN THE TWENTY-SIXTH JUDICIAL DISTRICT
DISTRICT COURT, STEVENS COUNTY, KANSAS
CIVIL DEPARTMENT

TIMOTHY J. COULTER, individually)
and as representative plaintiff on behalf of)
persons or companies similarly situated,)
)
Plaintiff,)
)
v.)
)
ANADARKO PETROLEUM)
CORPORATION,)
)
Defendant.)
_____)

Case No. 98-CV-40

**AMENDMENT AND SUPPLEMENT
TO PETITION**

COME NOW the Plaintiffs and Plaintiff Class, and pursuant to K.S.A. 60-215(a) and (d) and the Stipulation of Settlement, to which this Amendment and Supplement to Petition appears as Exhibit A, hereby supplement and amend their Petition to include the following:

1. For purposes of describing the class of persons who are members of the Plaintiff Class on whose behalf claims are asserted against defendant Anadarko Petroleum Corporation (“APC”), Plaintiff and Plaintiff Class hereby amend and supplement the Petition herein, to amend the description of the Plaintiff Class in Paragraph E of the Petition to read as follows:

All persons or concerns owning mineral interests that are or were burdened by oil and gas leases owned or operated in whole or in part by Anadarko Petroleum Corporation (“APC”) covering property located in Kansas, and that were royalty owners of APC on production for any production month prior to January 1, 2009, to the extent that such production was sold by APC to any affiliate of APC, including Anadarko Energy Services Company; but excluding: (i) the United States of America to the extent that its mineral interests are managed by the Mineral Management Service (but such exclusion shall not exclude mineral interests that are owned by federally chartered corporations, including, but not limited to the Farm Credit Bank or Wichita and the Federal Land Bank); (ii) persons or concerns who own only working interests, net profits interests, overriding royalty interests or unleased mineral interests; and (iii) APC and its affiliates.

hereinafter “Plaintiff Class.”

2. For purposes of describing claims that are to be released pursuant to the Stipulation of Settlement for acts and omissions occurring prior to January 1, 2009, Plaintiff and Plaintiff Class hereby amend and supplement the Petition herein, to include, in addition to those claims identified in the Petition to the extent not already included therein, the following claims:

- a. Under the oil and gas leases described in Paragraph 1 (“the Leases”), Anadarko Petroleum Corporation (“APC”) wrongfully deducted amounts in calculating royalty, including but not limited to, expenses incurred to produce gas from the Leases, to increase the amount of reserves ultimately recovered from the Leases and/or to increase the rate of production of gas produced from the Leases, to compress gas produced from the Leases, to make gas produced from the Leases marketable, to make the gas merchantable under K.S.A. 84-2-314 of the Uniform Commercial Code, and/or to make the gas meet interstate pipeline specifications in calculating royalties paid to the Plaintiff Class;

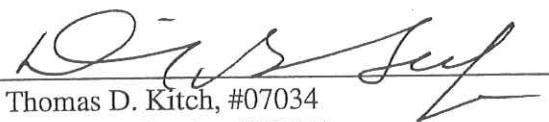
- b. APC violated K.S.A. 55-1620 *et seq.* in connection with its payment of royalties to the Plaintiff Class;
- c. APC failed to use the proper starting point for calculation of royalty to the Plaintiff Class and/or used an improper formula in calculating the royalty paid on gas produced from the Leases to the Plaintiff Class;
- d. APC has failed to make proper royalty payments to the Plaintiff Class in connection with any extracted liquid hydrocarbons, helium, or other non-hydrocarbon components of the gas stream produced from the Leases;

2. This amendment and supplement does not apply to, refer to, or seek any relief in connection with, any acts or omissions by APC that may occur in the future unless specifically set forth in the Stipulation of Settlement, and this amendment and supplement is not intended to make ineffective the Petition, except to the extent that the Petition is inconsistent or contrary to the language contained herein.

WHEREFORE, Plaintiffs and Plaintiff Class pray that their Petition be amended and supplemented in the manner described above.

Respectfully submitted,

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

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