

EXHIBIT "H"
To Purchase and Sale Agreement
by and between
Amoco Production Company, Seller
and
Hilcorp Energy I, L.P., Buyer

SURFACE DEED

STATE OF [Insert State] §
 §
COUNTY OF [Insert County] §

AMOCO PRODUCTION COMPANY, a Delaware corporation, with an address at 501 WestLake Park Boulevard, Houston, Texas 77079 ("Grantor"), for ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby grant, sell and convey with special warranty of title unto [Insert Company Name], with an office at [Insert Address] ("Grantee"), the SURFACE ESTATE ONLY of those certain tracts of land situated in [Insert County] County, [Insert State], being more specifically described in Exhibit "A", attached hereto and incorporated herein by reference (collectively referred to herein as "the Property").

TO HAVE AND TO HOLD the Property together with ell rights end privileges thereto appertaining, unto Grantee, its successors and assigns.

Grantor shell warrant title to and forever defend title to the Properties conveyed to Grantee egeinst every person whomsoever lewfully cleiming title to the Properties, or any pert thereof by, through or under Grantor, but not otherwise.

The terms, covenants and conditions contained in this Deed shall be binding upon and inure to the benefit of the perties and their respective successors and assigns, and such terms, covenants end conditions shall be covenants running with the land and with each subsequent transfer or assignment of the Property, or any part thereof.

This Deed is made in accordance with and subject to any and all oil, gas end minaral laasas; and all restrictions, reservations, covenants, conditions, agreements, rights-of-way and easemants of record in [Insert County] County, [Insert State] affecting tha Property, or any part thereof, and the terms, covenants and conditions contained in that certain Purchase and Sale Agreement (a copy of which can be obtained from Grantee at tha above referenced address) dated the [Insert Day] day of [Insert Month], 1997, by and between Grantor and Grantee ("Purchase and Sale Agreement"). The terms, covenants and conditions contained in the Purchase and Sale Agreement are incorporated herein by refarence as though said terms,