

Bob.

Does this mean that as
an example Unit was to be
virtually enlarged to include
the MC in Led 8-?

that Exhibit A would
simply have?

"10 8-7-2-25 L.A. Omega 100 etc..."

added?

yes

Clare

Omega has requested our comments
on section 902

They wish to simplify the section
by deleting clause (a) and (c) and
leaving clause (b)

I do not see any problem with
this

your comments

BD

Royalty Interest in lands approved hereunder for admission into the Unit Area is a Party, the lands shall not qualify for inclusion in the Unit Area unless the owner again executes and delivers a counterpart of this agreement to Unit Operator or the lands otherwise qualify pursuant to subclause (b) or (c) of clause 502. The owner of a Working Interest in lands approved hereunder for admission into the Unit Area who is a Party and has made or joined in the application for the admission of said lands need not again execute this agreement.

902. Application for Vertical Enlargement

After the expiry of 90 days from the Effective Date, if an owner of a Working Interest in an Excepted Zone indicated to be potentially productive of Petroleum Substances makes application therefor, the Working Interest Owners may, upon such terms and conditions as they may determine, approve the inclusion of said Excepted Zone into the Unitized Zone. If the Excepted Zone to be added qualifies under clause 502, the Unitized Zone shall be enlarged to include it and Exhibit "A" shall be amended so as:

- (a) to except the Excepted Zone from the land description of the Tract to which the said Excepted Zone formerly related;
- (b) to add a new Tract having a land description the same as the Tract to which the said Excepted Zone formerly related but restricted to the said Excepted Zone; and
- (c) to remove from the Excepted Zone column reference to said Excepted Zone opposite the Tract to which said Excepted Zone formerly related.

Even though an owner of a Royalty Interest in an Excepted Zone approved hereunder for inclusion into the Unitized Zone is a Party, the Excepted Zone shall not qualify for inclusion into the Unitized Zone unless the owner again executes and delivers a counterpart of this agreement to Unit Operator or the Excepted Zone otherwise qualifies pursuant to subclause (b) or (c) of clause 502.

TRACT No.	LAND DESCRIPTION	EXCEPTED ZONE	Interest Owner	Working Interest (%)	Interest Owner	Royalty Interest (%)
1	1-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	4.5050
2	2-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	4.7370
3	3-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	5.8302
4	4-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	5.9886
5	1-7-2-25 WPM	Mission Canyon	Omega	100	J.T. Sands Stewart Minerals	6.2804 50
6	7-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	6.9122
7	6-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	5.1150
8	5-8-2-25 WPM	Mission Canyon	Omega	100	Wricada Ltd.	4.5735
9	8-7-2-25 WPM	Mission Canyon	Omega	100	J.T. Sands Stewart Minerals	6.0145 50

Effective:
As of the Effective Date
of Enlargement No. 1

Revision No. 1
1986-06-01

- 2 -

EXHIBIT A



Energy and Mines

Petroleum

555 — 330 Graham Avenue
Winnipeg, Manitoba, CANADA
R3C 4E3

(204) 945-6577

April 18, 1988

Omega Hydrocarbons Ltd.
1300, 112 - 4th Avenue S.W.
CALGARY, AB T2P 0H3

Attention: R.A. Beamish
Joint Interst Coordinator

Re: Waskada Unit No. 8

We have reviewed your letter of April 8, 1988 with the proposed modifications to the subject Unit Agreement and tract factors. The proposed modifications to the Unit Agreement appear to be in order, although the definition of "Expected Zone" could perhaps be simplified.

With respect to tract factors, we suggest it would be appropriate to separately evaluate Mission Canyon parameters (i.e. recovery factor and water saturation) instead of using Lower Amaranth derived parameters.

Yours sincerely,

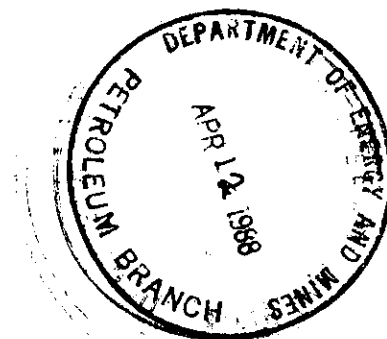
L.R. Dubreuil
Chief Petroleum Engineer
Petroleum Division

LRD:dah



1300 SUN LIFE PLAZA III
112 - 4th AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 0H3
TELEPHONE (403) 261-0743

April 8, 1988



MANITOBA PETROLEUM BRANCH
555 - 330 Graham Avenue
Winnipeg, Manitoba
R3C 4E3

Attention: Mr. Bob Dubreuil

Dear Sir:

Re: Waskada Unit No. 8

We have reviewed the provisions for vertical enlargement in the Unit Agreement for the subject unit. The well in Lsd. 8-8-2-25 WPM has commingling potential and it will be appropriate to vertically enlarge this unit at the time commingling is carried out. Our solicitor advises that two minor amendments to the Unit Agreement would assist in clarifying the vertical enlargement provisions.

Enclosed is a copy of a Agreement to Amend the Unit Agreement - Waskada Unit No. 8 which we have asked all parties to sign. We would appreciate you reviewing these amendments and advising us if they are satisfactory. We will be forwarding a copy of this amending agreement with each party's signature when they are available.

Although there are no plans at this time to commingle production in other unit areas, we note that the Unit Agreement for the four other units with provisions for vertical enlargement would be improved by the same amendments. These unit are numbers 2,3,4 and 5. Unit No. 3 would also require the addition of a definition for the Mission Canyon. Amendments for these four units or any other will only be carried out as required.

Also enclosed is the Tract Participation applicable to the vertical enlargement of Unit No. 8. In accordance with clause 902 of the Unit Agreement we will be requesting the Royalty Owner's re-execution of the agreement and will submit our request for your approval of the enlargement at the appropriate time.

Yours truly,

OMEGA HYDROCARBONS LTD.

R.A. Beamish
Joint Interest Coordinator

AGREEMENT TO AMEND THE UNIT AGREEMENT - WASKADA UNIT NO. 8

WHEREAS the Parties hereto are Parties to an agreement entitled "Unit Agreement - Waskada Unit No. 8" (hereinafter called "the Unit Agreement"); and

WHEREAS the Parties deem it expedient to amend the Unit Agreement in the manner hereinafter provided.

NOW THEREFORE in consideration of the covenants herein contained, the Parties agree as follows:

1. Subclause 101(c) of the Unit Agreement is hereby deleted in its entirety and the following substituted therefor:

"101(c) 'Excepted Zone' means that portion of either of the Lower Amaranth Formation and the Mission Canyon Formation insofar and only insofar as it is within or under a Tract opposite ~~which it~~ is from time to time listed in the Excepted Zones column in Exhibit 'A';"

2. Subclause 101(p) of the Unit Agreement is hereby deleted in its entirety and the following substituted therefor:

"101(p) 'Unitized Zone' means the Lower Amaranth Formation and the Mission Canyon Formation within the Unit Area, excepting the Excepted Zone;"

This Amending Agreement shall become effective at 8:00 a.m. official time on June 1, 1988.

This Amending Agreement may be executed in separate counterparts and all executed counterparts together shall constitute one agreement.

In all other respects the Unit Agreement is hereby ratified and confirmed.

IN WITNESS WHEREOF the Parties have executed this Amending Agreement each on the date shown below.

DATE: _____

Witness

PRODUCTION PERIOD # 1														PRODUCTION PERIOD # 2													
WELL	DATE	AREA	RES.	SW	Boi	PHI	th	02-88	WATER	OIL	HRS	WATER	OIL	HRS													
1	1-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.01	728.8	1827	113.3	108.1																
2	2-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.95	1014.0	1883	110.2	15.8																
3	3-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.03	3064.5	2662	796.4	297.1																
4	4-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.74	10802.3	1951	1016.4	22.2																
5	1-7-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.52	206.9	2325	34.9	16.1																
6	7-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.42	5593.1	2648	564.4	33.0																
7	6-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.04	4392.0	2770	166.2	8.4																
8	5-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.02	1970.1	2393	207.7	131.7																
9	8-7-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.19	3134.5	2127	273.7	2.0																
10	9-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.92	2655.1	1284	127.7	195.3																
11	10-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.26	8418.9	2469	384.7	10.8																
12	11-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	1.04	5337.9	2722	117.2	0.3																
13	12-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.90	933.3	2365	92.7	59.7																
14	9-7-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.92	4505.4	1863	262.0	6.7																
15	16-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.90	4001.1	2262	122.5	1.3																
16	15-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.80	545.1	2481	270.4	192.5																
17	14-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.95	3759.1	2703	136.7	3.8																
18	13-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.76	122.2	2059	43.8	14.8																
19	16-7-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.52	1941.4	2420	481.5	143.8																
20	8-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.76	1053.3	2387	209.5	22.2																
SUBTOTALS:														45601	5537.9	1285.6	0	0.0	0.0								
21	16-8-2-25 WPM	100.00000	16	0.25	0.40	1.17	0.27	749.7	2557	410.1	340.5																
TOTALS:														48160	5948.0	1626.1	0	0.0	0.0								
AVERAGE OIL RATE (m³/operating day) FOR THE TOTAL UNIT:														2.9641													
AVERAGE OIL CUT (oil/oil+water) FOR THE TOTAL UNIT:														78.53002													
														0.0000													
														0.0000													

WASKADA UNIT NO. 8 ENLARGEMENT TRACT FACTOR CALCULATIONS

05-Apr-88

# REMAINING	# OIL	# OIL RATE	# OIL CUT	# OIL RATE	# OIL CUT	# OIL RATE	# OIL CUT	# OIL RATE	# OIL CUT	# UN-ADJ.	# ORIGINAL	# ADJUSTED	# TRACT	# LAND
# RECOVERABLE	# FACTOR	# FACTOR	# FACTOR	# FACTOR	# FACTOR	# FACTOR	# FACTOR	# FACTOR	# FACTOR	# TRACT	# TRACT	# TRACT	# TRACT	# DESCRIPTION
# OIL (#3)	#	#	#	#	#	#	#	#	#	#	#	#	#	#
20,225	3.8729	0.2782	0.6958	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.8469	4.5050	4.3997	1	1-8-2-25 WPM
18,655	3.5799	0.2494	1.1600	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.9893	4.7370	4.6263	2	2-8-2-25 WPM
18,303	3.5052	1.2747	0.9639	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	5.7458	5.8302	5.6940	3	3-8-2-25 WPM
4,550	0.8713	2.2198	1.2780	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.3891	5.9686	5.8487	4	4-8-2-25 WPM
31,328	3.9990	0.0639	0.9076	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	6.9705	6.2804	6.1337	5	1-7-2-25 WPM
23,867	4.5703	0.9082	1.2531	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	6.7316	6.9122	6.7507	6	7-8-2-25 WPM
17,185	3.2908	0.2556	1.2624	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.8088	5.1150	4.9755	7	6-8-2-25 WPM
19,192	3.6751	0.3698	0.8117	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.8566	4.5735	4.4666	8	5-8-2-25 WPM
21,534	4.1274	0.5483	1.3167	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	5.9924	6.0145	5.8740	9	8-7-2-25 WPM
16,432	3.1466	0.4238	0.5243	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.0947	4.0567	3.9619	10	9-8-2-25 WPM
17,722	3.3936	0.6639	1.2900	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	5.3475	6.2428	6.0969	11	10-8-2-25 WPM
16,239	3.1096	0.1834	1.3228	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.6158	5.1515	5.0311	12	11-8-2-25 WPM
17,739	3.3969	0.1670	0.8068	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.3707	4.1284	4.0319	13	12-8-2-25 WPM
14,582	2.7923	0.5992	1.2932	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.6847	5.0763	4.9772	14	9-7-2-25 WPM
14,671	2.8094	0.2308	1.3123	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.3525	4.6899	4.5803	15	16-8-2-25 WPM
16,052	3.0738	0.4644	0.7747	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.3129	4.0352	3.9409	16	15-8-2-25 WPM
15,750	3.0160	0.2155	1.2905	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.5220	4.8138	4.7013	17	14-8-2-25 WPM
15,645	2.9958	0.0936	0.9913	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.0777	3.7571	3.6693	18	13-8-2-25 WPM
8,847	1.6541	0.8478	1.0213	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	3.5632	3.6981	3.6117	19	16-7-2-25 WPM
14,714	2.8176	0.3739	1.1972	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	4.3907	4.3738	4.2717	20	8-8-2-25 WPM
343,274	65.7376	10.4282	21.4976	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	97.6634	100.0000	97.6634		
4,952	0.9291	0.6829	0.7246	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	2.3366			21	(m) 8-8-2-25 WPM
346,146	66.6667	11.1111	22.2222	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	100.0000				

- with respect to which royalty has been paid;
- (f) "Party" means a person who is bound by this agreement;
 - (g) "Petroleum Substances" means petroleum, natural gas and other hydrocarbons (except coal) or any of them, and all substances associated therewith;
 - (h) "Royalty Interest" means any interest other than a Working Interest in Petroleum Substances, or the proceeds from the sale thereof, produced from the Lower Amaranth Formation but does not include the interest of a person as a purchaser of Petroleum Substances after production;
 - (i) "Royalty Owner" means a Party owning a Royalty Interest;
 - (j) "Spacing Unit" means the area allocated to a well by the Conservation Board with respect to the Lower Amaranth Formation for the purpose of drilling for or producing Petroleum Substances;
 - (k) "Tract" means a parcel of land described and given a Tract number in Exhibit "A";
 - (l) "Tract Participation" means the percentage allotted to a Tract and set forth in Exhibit "A";
 - (m) "Unit Area" means the lands described in Exhibit "A";
 - (n) "Unit Operator" means the person who is so designated under the Unit Operating Agreement;
 - (o) "Unit Operating Agreement" means the agreement entitled "Unit Operating Agreement - Waskada Unit No.8 " entered into by the Working Interest Owners;
 - (p) "Unitized Zone" means the Lower Amaranth Formation within the Unit Area, excepting the Excepted Zone:

UNIT AGREEMENT

WASKADA UNIT NO. 8

WHEREAS the Parties own Royalty Interests and Working Interests, or either of them, in the Unitized Zone;

AND WHEREAS the Parties desire that the Unitized Zone be developed, produced and operated as a unit, all as hereinafter provided;

NOW THEREFORE in consideration of the covenants herein contained, the Parties agree as follows:

ARTICLE I

DEFINITIONS

101. Definitions

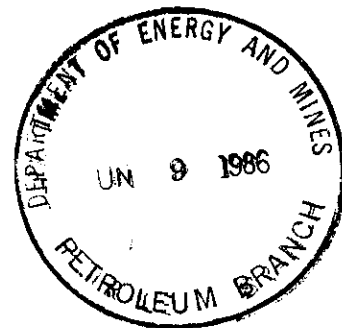
In this agreement:

- (a) "Conservation Board" means The Oil and Natural Gas Conservation Board of the Province of Manitoba;
- (b) "Effective Date" means the time and date referred to in Article XIV;
- (c) "Excepted Zone" means the Mission Canyon Formation within a Tract opposite which it is from time to time listed in the Excepted Zones column in Exhibit "A";
- (d) "Lease" means an instrument granting a Working Interest in the Unitized Zone;
- (e) "Outside Substances" means any substances initially obtained from any source other than the Unitized Zone or any Unitized Substances



1300 SUN LIFE PLAZA III
112 - 4th AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 0H3
TELEPHONE (403) 261-0743

June 4, 1986



Royalty Interest Owners
Waskada Unit No. 8
(addressee list attached)

Dear Sirs:

**Re: Waskada Unit No. 8
Enlargement No. 1**

We have recieved approval from the Manitoba Conservation Board for enlargement of Waskada Unit No. 8, effective June 1, 1986. Enclosed is a copy of the revisions to Exhibits "A" and "B" of the Unit Agreement reflecting this enlargement.

Yours truly,

OMEGA HYDROCARBONS LTD.

A handwritten signature in dark ink, appearing to read "R.A. Beamish".

R.A. Beamish, P. Eng.
Joint Interest Coordinator

RAB:vb

Encl.

c.c. Manitoba Conservation Board (2 copies of Exhibits)
Dept. of Energy & Mines, Manitoba (2 copies of Exhibits)

b.c.c.

WASKADA UNIT NO. 8

ROYALTY INTEREST OWNERS

ADDRESSEE LIST

Hannah Minerals Incorporation
Box 112
Waskada, Manitoba
ROM 2E0

Shirley Jean McPhail
10 Juniper Bay
Brandon, Manitoba
R7B 0Y8

John Thomas Sands
13435 - Apartment 1402
104th Ave.
Surrey, B.C.
T3T 5K6

Wricada Resources Ltd.
Box 528
120 Broadway N.
Deloraine, Manitoba
ROM 0M0

Stewart Minerals Inc.
P.O. Box 204
Waskada, Manitoba
ROM 2E0



The Oil and Natural Gas
Conservation Board

Room 309
Legislative Building
Winnipeg, Manitoba, CANADA
R3C 0V8

(204) 945-3130

Omega Hydrocarbons Ltd.
1300 Sun Life Plaza III
112 - 4th Avenue S.W.
Calgary, Alberta
T2P 0H3

Attention: Mr. D. Mark Mawdsley,
Production Engineer

Dear Sirs:

Re: Waskada Unit No. 8
First Enlargement

Further to your letter of May 26, 1986, the Board hereby approves the enlargement of the Waskada Unit No. 8 to include Tract No. 20 (Lsd 8 of Section 8-2-25 WPM). Inclusion of this tract in the Unit is effective June 1, 1986.

Please ensure that updated copies of Exhibit A and Exhibit B are submitted to the Board at your earliest convenience.

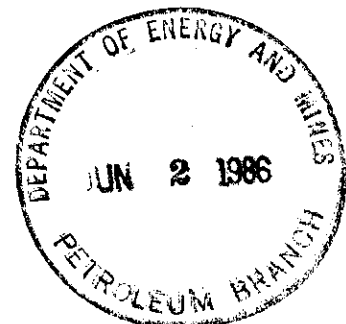
Yours sincerely,

**ORIGINAL SIGNED BY
CHARLES S. KANG**

Charles S. Kang
Chairman

LRD/1k

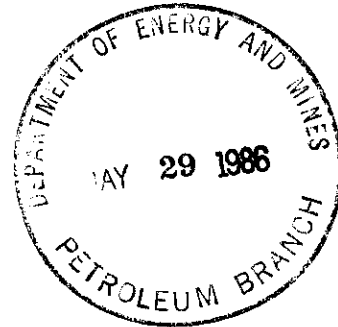
b.c. Wm. McDonald
B. Ball
Petroleum Branch



OMEGA
HYDROCARBONS LTD.

1300 SUN LIFE PLAZA III
112 - 4th AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 0H3
TELEPHONE (403) 261-0743

May 26, 1986



Manitoba Energy & Mines
Petroleum Branch
555 - 330 Graham Avenue
Winnipeg, Manitoba
R3C 4E3

Attention: Mr. Bob Dubreuil

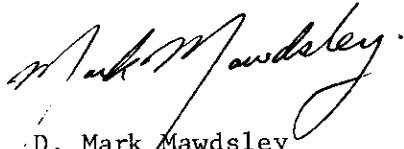
Dear Sir:

Re: Waskada Unit 8 - Enlargement #1

Omega originally intended to expand Unit 8 to include the NW quarter of section 9-2-25 WPM and the 8-8-2-25 WPM well. The royalty interest owner of section 9 is not ready to sign and is busy until their crop seeding is done this spring. As a result, I enclose a copy of the execution page from Wricada Resources Ltd. for the new 8-8-2-25 WPM tract and revised copies of the tract factor calculations for this single tract enlargement. We request your departments approval of this enlargement as soon as possible so that we may have a June 1, 1986 effective date. We will resume discussion with the section 9 royalty owner when he is available and expedite an additional enlargement to include the NW quarter. Thank you for your attention to this matter.

Yours truly,

OMEGA HYDROCARBONS LTD.


D. Mark Mawdsley
Production Engineer

DMM/jr
Encl.

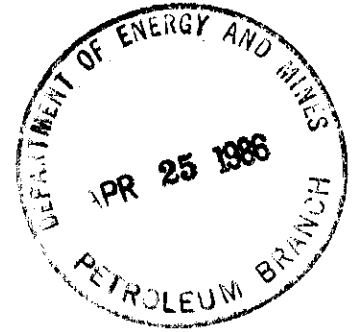
cc: Waskada Unit 8 File

PRODUCTION PERIOD # 1										PRODUCTION PERIOD # 2									
TRACT		LAND	DESCRIPTION	WELLING	WELL	PROD.	SW	SPH	Q2-86	FIRST 4 MONTHS		WATER		OIL		WATER			
#									#	#	#	#	#	#	#	#			

#	REMAINING	#	OIL	#	OIL RATE	#	OIL CUT	#	OIL RATE	#	OIL CUT	#	UN-ADJ.	#	ORIGINAL	#	ADJUSTED	#	TRACT	#	TRACT	#	DESCRIPTION
#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	
#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	#	
#	20,604	#	3,5791	#	0.7564	#	0.7192	#	0.3000	#	0.0000	#	4.5937	#	4.7110	#	4.5050	#	1	#	1	#	1-8-2-25 WPM
#	19,210	#	3,4293	#	0.7657	#	1.1990	#	0.3000	#	0.0000	#	4.8940	#	4.9537	#	4.7370	#	2	#	2	#	2-8-2-25 WPM
#	19,856	#	3,5446	#	1.3552	#	0.9985	#	0.0000	#	0.0000	#	5.9013	#	6.0969	#	5.8302	#	3	#	3	#	3-8-2-25 WPM
#	10,539	#	1,8812	#	2.3651	#	1.3417	#	0.0000	#	0.0000	#	5.5880	#	6.2625	#	5.9886	#	4	#	4	#	4-8-2-25 WPM
#	31,416	#	5,6082	#	0.6681	#	0.9382	#	0.0000	#	0.0000	#	6.6145	#	6.5677	#	6.2804	#	5	#	5	#	1-7-2-25 WPM
#	24,770	#	4,4218	#	0.9676	#	1.2953	#	0.3000	#	0.0000	#	6.6847	#	7.2283	#	6.9122	#	6	#	6	#	7-8-2-25 WPM
#	19,742	#	3,5243	#	0.2724	#	1.3051	#	0.0000	#	0.0000	#	5.1018	#	5.3490	#	5.1150	#	7	#	7	#	6-8-2-25 WPM
#	19,192	#	3,4261	#	0.3940	#	0.8390	#	0.0000	#	0.0000	#	4.6591	#	4.7827	#	4.5735	#	8	#	8	#	5-8-2-25 WPM
#	22,801	#	4,0703	#	0.5842	#	1.3610	#	0.0000	#	0.0000	#	6.0155	#	6.2896	#	6.0145	#	9	#	9	#	8-7-2-25 WPM
#	17,498	#	3,1237	#	0.4515	#	0.5420	#	0.0000	#	0.0000	#	4.1172	#	4.2422	#	4.0567	#	10	#	10	#	9-8-2-25 WPM
#	22,467	#	4,0107	#	0.7074	#	1.3336	#	0.0000	#	0.0000	#	6.0517	#	6.5283	#	6.2428	#	11	#	11	#	10-8-2-25 WPM
#	19,451	#	3,4723	#	0.1955	#	1.3675	#	0.0000	#	0.0000	#	5.0353	#	5.3871	#	5.1515	#	12	#	12	#	11-8-2-25 WPM
#	18,239	#	3,2559	#	0.1780	#	0.8340	#	0.0000	#	0.0000	#	4.2679	#	4.3172	#	4.1284	#	13	#	13	#	12-8-2-25 WPM
#	16,498	#	2,9451	#	0.6384	#	1.3368	#	0.0000	#	0.0000	#	4.9203	#	5.3294	#	5.0963	#	14	#	14	#	9-7-2-25 WPM
#	16,651	#	2,9725	#	0.2458	#	1.3566	#	0.0000	#	0.0000	#	4.5749	#	4.9044	#	4.6899	#	15	#	15	#	16-8-2-25 WPM
#	16,052	#	2,8655	#	0.4948	#	0.8008	#	0.0000	#	0.0000	#	4.1611	#	4.2198	#	4.0352	#	16	#	16	#	15-8-2-25 WPM
#	17,810	#	3,1794	#	0.2296	#	1.3339	#	0.0000	#	0.0000	#	4.7429	#	5.0340	#	4.8138	#	17	#	17	#	14-8-2-25 WPM
#	15,645	#	2,7929	#	0.0966	#	1.0247	#	0.0000	#	0.0000	#	3.9142	#	3.9289	#	3.7571	#	18	#	18	#	13-8-2-25 WPM
#	9,686	#	1,7291	#	0.9033	#	1.0557	#	0.0000	#	0.0000	#	3.6881	#	3.6673	#	3.6981	#	19	#	19	#	16-7-2-25 WPM
#	358,126	#	63,9310	#	10.7126	#	20.9826	#	0.0000	#	0.0000	#	95.6262	#	100.0000	#	95.6262	#		#		#	
#	15,325	#	2,7357	#	0.3985	#	1.2396	#	0.0000	#	0.0000	#	4.3738	#		#		#	20	#		#	8-8-2-25 WPM
#	373,451	#	66,6667	#	11.1111	#	22.2222	#	0.0000	#	0.0000	#	100.0000	#		#		#		#		#	



1300 SUN LIFE PLAZA III
112 4th AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 0H3
TELEPHONE (403) 261-0743



April 22, 1986

Manitoba Department of Energy & Mines
Petroleum Branch
555 - 330 Graham Avenue
Winnipeg, Manitoba
R3C 4E3

Attention: Mr. Bob Dubreuil

Dear Sir:

Re: Waskada Unit No. 8 Enlargement No. 1

I have enclosed a data package detailing our intended five tract enlargement of the captioned unit. We would appreciate any comments you may have on the resulting tract factors etc. Thank you for your attention to this matter.

Yours truly,

OMEGA HYDROCARBONS LTD.

A handwritten signature in dark ink, appearing to read "D. Mark Mawdsley".

D. Mark Mawdsley
Production Engineer

DMM/jr

cc: Waskada Unit 8 File

Encl.

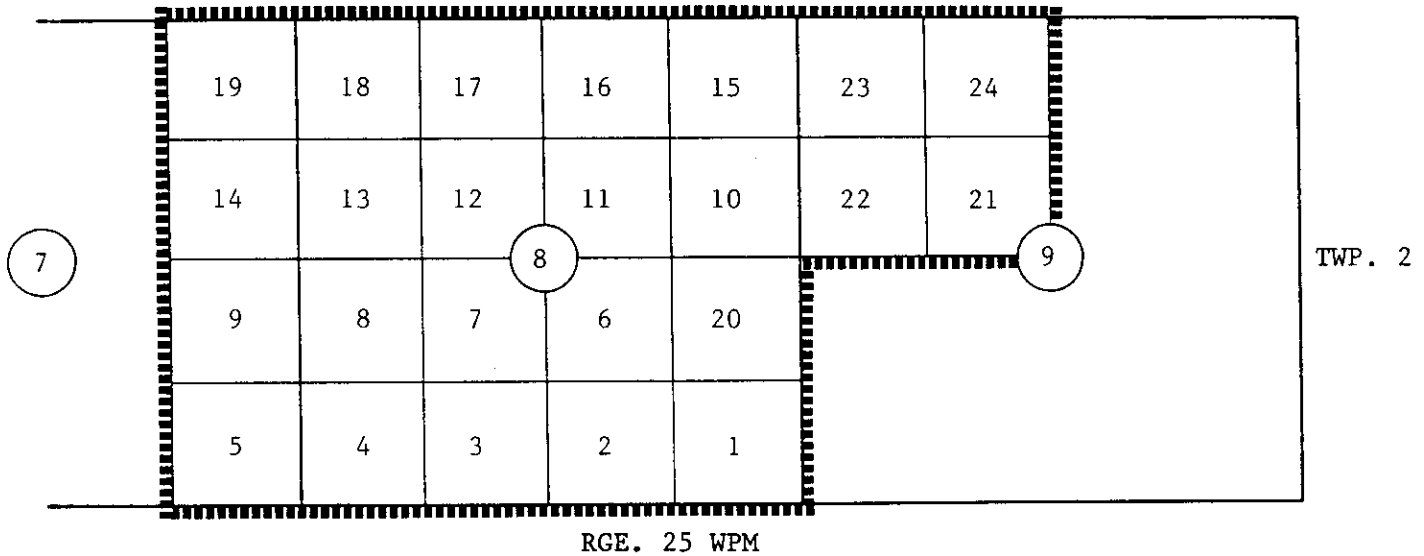
PRODUCTION PERIOD # 1														PRODUCTION PERIOD # 2													
TRACT	LAND	OWESA	AREA	REC.	SW	FOI	PHI+n	02-86	FIRST 4 MONTHS																		
	DESCRIPTION	WORKING	INT. (Z)	(Haj)	(frac)	(frac)	(m)	(m ³)	HRS	OIL	WATER	HRS	OIL	WATER													
1	1-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.01	349.8	1827	119.3	108.1																
2	2-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.95	499.7	1883	110.2	15.8																
3	3-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.03	1513.3	2662	796.4	297.1																
4	4-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.74	4815.0	1951	1016.4	22.2																
5	1-7-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.52	118.8	2325	34.9	16.1																
6	7-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.42	4690.4	2648	564.4	33.0																
7	6-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.04	1834.7	2770	166.2	8.4																
8	5-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.02	1970.1	2393	207.7	131.7																
9	8-7-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.19	1887.2	2127	273.7	2.0																
10	9-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.92	1589.2	1284	127.7	195.3																
11	10-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.26	3673.5	2469	384.7	10.8																
12	11-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.04	2125.4	2722	117.2	0.3																
13	12-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.90	432.7	2365	92.7	59.7																
14	9-7-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.92	2588.9	1863	262.0	6.7																
15	16-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.90	2021.5	2262	122.5	1.3																
16	15-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.80	545.1	2481	270.4	192.5																
17	14-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.95	1898.9	2703	136.7	3.8																
18	13-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.76	122.2	2039	43.8	14.8																
19	16-7-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.52	1102.6	2420	481.5	143.8																
SUBTOTALS:									43214	5328.4	1263.4	0	0.0	0.0													
20	8-8-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.76	442.7	2387	209.5	22.2																
21	11-9-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.13	516.9	1296	145.9	427.7																
22	12-9-2-25 NPM	100.00000	16	0.25	0.40	1.17	1.03	540.1	2634	174.9	75.2																
23	13-9-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.92	686.4	2715	440.5	78.1																
24	14-9-2-25 NPM	100.00000	16	0.25	0.40	1.17	0.99	338.7	1176	87.3	695.4																
TOTALS:									53422	6386.5	2562.0	0	0.0	0.0													
AVERAGE DIL RATE (m ³ /operating day) FOR THE TOTAL UNIT: 2.8692															0.0000												
AVERAGE DIL CUT (oil/dil+water) FOR THE TOTAL UNIT: 71.3700%															0.00002												

REMAINING RECOVERABLE OIL (m3)	RA OIL FACTOR	OIL RATE FACTOR	OIL CUT FACTOR	OIL RATE FACTOR	OIL CUT FACTOR	UN-ADJ. TRACT FACTOR	ORIGINAL TRACT FACTOR	ADJUSTED TRACT FACTOR	LAND DESCRIPTION
20,604	3.0135	0.2534	0.6433	0.0000	0.0000	3.9102	4.7110	3.7831	1-8-2-25 WPM
19,210	2.8097	0.2271	1.0723	0.0000	0.0000	4.1091	4.9537	3.9780	2-8-2-25 WPM
19,856	2.9041	1.1611	0.8930	0.0000	0.0000	4.9532	6.0969	4.8960	3-8-2-25 WPM
10,538	1.5413	2.0219	1.1919	0.0000	0.0000	4.7631	6.2625	5.0290	4-8-2-25 WPM
31,416	4.5949	0.0583	0.8390	0.0000	0.0000	5.4922	6.5677	5.2141	1-7-2-25 WPM
24,770	3.6229	0.8272	1.1585	0.0000	0.0000	5.6086	7.2283	5.8046	2-7-2-25 WPM
19,742	2.8875	0.2329	1.1671	0.0000	0.0000	4.2875	5.3490	4.2954	3-7-2-25 WPM
19,192	2.8070	0.3368	0.7504	0.0000	0.0000	3.8942	4.7827	3.8407	4-7-2-25 WPM
22,801	3.3349	0.4994	1.2173	0.0000	0.0000	5.0516	6.2896	5.0508	5-8-2-25 WPM
17,498	2.5593	0.3860	0.4848	0.0000	0.0000	3.1301	4.2422	3.4066	6-7-2-25 WPM
22,467	3.2860	0.6047	1.1927	0.0000	0.0000	5.0834	6.5283	5.2423	7-8-2-25 WPM
19,451	2.8449	0.1671	1.2230	0.0000	0.0000	4.2350	5.3871	4.3260	8-8-2-25 WPM
18,239	2.6676	0.1521	0.7458	0.0000	0.0000	3.5653	4.3172	3.4669	9-8-2-25 WPM
16,498	2.4130	0.5458	1.1956	0.0000	0.0000	4.1544	5.3294	4.2797	10-8-2-25 WPM
16,651	2.4334	0.2102	1.2132	0.0000	0.0000	3.8588	4.9044	3.9284	11-8-2-25 WPM
16,052	2.3478	0.4230	0.7163	0.0000	0.0000	3.4871	4.2198	3.3686	12-8-2-25 WPM
17,810	2.6049	0.1963	1.1930	0.0000	0.0000	3.9942	5.0340	4.0425	13-8-2-25 WPM
15,645	2.2882	0.0823	0.9163	0.0000	0.0000	3.2872	3.9289	3.1530	14-8-2-25 WPM
9,686	1.4167	0.7722	0.5942	0.0000	0.0000	3.1331	3.8673	3.1056	15-8-2-25 WPM
358,126	52.3796	9.1580	18.7659	0.0000	0.0000	80.3035	100.0000	80.3035	16-7-2-25 WPM
15,325	2.2414	0.3406	1.1087	0.0000	0.0000	3.6507	4.6507	3.6507	17-8-2-25 WPM
22,927	3.3533	0.4370	0.3119	0.0000	0.0000	4.1022	4.1022	4.1022	18-8-2-25 WPM
20,829	3.0465	0.2577	0.8575	0.0000	0.0000	4.1617	4.1617	4.1617	19-8-2-25 WPM
18,401	2.6913	0.6297	1.0414	0.0000	0.0000	4.3624	4.3624	4.3624	20-8-2-25 WPM
20,201	2.9546	0.2881	0.1368	0.0000	0.0000	3.3795	3.3795	3.3795	21-8-2-25 WPM
455,809	66.6667	11.1111	22.2222	0.0000	0.0000	100.0000	100.0000	100.0000	22-8-2-25 WPM

EXHIBIT "B"

Attached to and made part of an Agreement entitled
"Unit Agreement - Waskada Unit No. 8"

PLAN OF UNIT AREA



LEGEND

----- Unit Outline

12 Tract Number

7 Section Number

EFFECTIVE

As of the Effective
Date of Enlargement
No. 1

AUG 14 1985

August 12, 1985

Omega Hydrocarbons Ltd.
1300 Sun Life Plaza III
112 - 4th Avenue S.W.
Calgary, Alberta
T2P 0H3

Attention: Mr. R. A. Beamish, P. Eng.
Manager, Engineering

Dear Sirs:

Re: Waskada Unit No. 8

Pursuant to Section 74 of The Mines Act, the Board hereby approves the Waskada Unit No. 8 Unit Agreement. According to Article XIV of the Agreement, the effective date of the Unit is September 1, 1985.

Yours sincerely,

ORIGINAL SIGNED BY
CHARLES S. KANG

Charles Kang,
Chairman

c.c. Petroleum Branch
LRD/HCM/lk

WASKADA UNIT 8 TRACT FACTOR CALCULATIONS

TRACT	LAND	PHI th (a)	102-85 CUM. 101L (m ³)	MONTH 1 PROD. (m ³)	MONTH 2 PROD. (m ³)	MONTH 3 PROD. (m ³)	MONTH 4 PROD. (m ³)
	DESCRIPTION			HRS : OIL : WATER	HRS : OIL : WATER	HRS : OIL : WATER	HRS : OIL : WATER
1	1-8-2-25	1.01	141.0	175 : 23.8 : 19.5	716 : 47.2 : 44.1	744 : 38.7 : 36.2	192 : 9.6 : 8.3
2	2-8-2-25	0.95	268.4	81 : 0.3 : 3.1	340 : 31.0 : 5.4	760 : 42.9 : 4.3	702 : 36.0 : 3.0
3	3-8-2-25	1.03	796.4	506 : 23.1 : 23.2	744 : 270.9 : 55.0	740 : 175.3 : 71.7	672 : 107.1 : 147.2
4	4-8-2-25	0.74	2295.2	285 : 145.2 : 4.6	660 : 315.7 : 4.8	290 : 124.9 : 2.4	716 : 430.6 : 10.4
5	1-7-2-25	1.52	35.0	634 : 12.9 : 3.4	716 : 6.8 : 8.5	398 : 4.4 : 3.8	577 : 10.8 : 0.4
6	7-8-2-25	1.42	2292.8	508 : 98.2 : 15.6	720 : 164.8 : 6.4	744 : 163.5 : 6.9	676 : 137.9 : 4.1
7	6-8-2-25	1.04	658.7	576 : 37.5 : 3.0	714 : 42.1 : 3.9	744 : 46.5 : 1.1	736 : 40.1 : 0.4
8	5-8-2-25	1.02	1651.5	523 : 20.2 : 6.3	680 : 33.3 : 1.0	730 : 36.1 : 0.3	460 : 118.1 : 124.1
9	8-7-2-25	1.19	547.8	49 : 15.5 : 1.5	716 : 104.3 : 0.4	646 : 78.4 : 0.1	716 : 75.5 : 0.0
10	9-8-2-25	0.92	1049.1	136 : 3.0 : 0.6	216 : 0.0 : 71.8	288 : 0.0 : 96.2	644 : 124.7 : 26.7
11	10-8-2-25	1.26	1438.5	285 : 52.3 : 7.5	744 : 122.3 : 1.9	744 : 114.2 : 1.0	696 : 95.9 : 0.4
12	11-8-2-25	1.04	253.7	521 : 18.5 : 0.3	744 : 31.7 : 0.0	713 : 32.7 : 0.0	744 : 34.3 : 0.0
13	12-8-2-25	0.90	92.7	221 : 13.7 : 10.4	744 : 33.7 : 21.0	728 : 26.8 : 15.4	672 : 18.5 : 12.9
14	9-7-2-25	0.92	644.5	56 : 11.5 : 3.8	714 : 113.8 : 0.4	514 : 79.8 : 0.4	579 : 56.9 : 2.1
15	16-8-2-25	0.90	381.5	79 : 6.5 : 1.3	731 : 42.3 : 0.0	708 : 35.9 : 0.0	744 : 37.8 : 0.0
16	15-8-2-25	0.80	317.2	281 : 38.0 : 33.0	716 : 83.8 : 63.1	744 : 68.1 : 50.7	740 : 60.5 : 45.7
17	14-8-2-25	0.95	444.8	724 : 41.6 : 3.3	711 : 40.8 : 0.2	552 : 32.6 : 0.3	716 : 21.7 : 0.0
18	13-8-2-25	0.76	82.0	501 : 17.9 : 0.0	692 : 14.7 : 6.0	305 : 4.6 : 3.8	561 : 6.6 : 5.0
19	16-7-2-25	0.52	563.2	220 : 81.9 : 21.1	716 : 164.4 : 45.3	744 : 130.4 : 42.1	740 : 104.8 : 35.3
TOTALS:				6361 : 901.6 : 161.5	12734 : 1663.6 : 339.2	11836 : 1235.8 : 336.7	12283 : 1527.4 : 426.0

WASKADA UNIT 8 TRACT FACTOR CALCULATIONS

TRACT	LAND	PHI th (a)	102-85 CUM. OIL (m ³)	MONTH 1 PROD. (m ³)	MONTH 2 PROD. (m ³)	MONTH 3 PROD. (m ³)	MONTH 4 PROD. (m ³)
	DESCRIPTION			HRS : OIL : WATER	HRS : OIL : WATER	HRS : OIL : WATER	HRS : OIL : WATER
1	1-8-2-25	1.01	141.0	175 : 23.8 : 19.5	716 : 47.2 : 44.1	744 : 39.7 : 36.2	192 : 9.6 : 8.3
2	2-8-2-25	0.95	268.4	81 : 0.3 : 3.1	340 : 31.0 : 5.4	760 : 42.9 : 4.3	702 : 36.0 : 3.0
3	3-8-2-25	1.03	796.4	506 : 243.1 : 23.2	744 : 270.9 : 55.0	740 : 175.3 : 71.7	672 : 107.1 : 147.2
4	4-8-2-25	0.74	2295.2	285 : 145.2 : 4.6	660 : 315.7 : 4.8	290 : 124.9 : 2.4	716 : 430.6 : 10.4
5	1-7-2-25	1.52	35.0	634 : 12.9 : 3.4	716 : 6.8 : 8.5	398 : 4.4 : 3.8	577 : 10.8 : 0.4
6	7-8-2-25	1.42	2292.8	508 : 98.2 : 15.6	720 : 164.8 : 6.4	744 : 163.5 : 6.9	676 : 137.9 : 4.1
7	6-8-2-25	1.04	658.7	576 : 37.5 : 3.0	714 : 42.1 : 3.9	744 : 46.5 : 1.1	736 : 40.1 : 0.4
8	5-8-2-25	1.02	1651.5	523 : 20.2 : 6.3	680 : 33.3 : 1.0	730 : 36.1 : 0.3	460 : 118.1 : 124.1
9	8-7-2-25	1.19	547.8	49 : 15.5 : 1.5	716 : 104.3 : 0.4	646 : 78.4 : 0.1	716 : 75.5 : 0.0
10	9-8-2-25	0.92	1049.1	136 : 3.0 : 0.6	216 : 0.0 : 71.8	288 : 0.0 : 96.2	644 : 124.7 : 26.7
11	10-8-2-25	1.26	1438.5	285 : 52.3 : 7.5	744 : 122.3 : 1.9	744 : 114.2 : 1.0	696 : 95.9 : 0.4
12	11-8-2-25	1.04	253.7	521 : 18.5 : 0.3	744 : 31.7 : 0.0	713 : 32.7 : 0.0	744 : 34.3 : 0.0
13	12-8-2-25	0.90	92.7	221 : 13.7 : 10.4	744 : 33.7 : 21.0	728 : 26.8 : 15.4	672 : 18.5 : 12.9
14	9-7-2-25	0.92	644.5	56 : 11.5 : 3.8	714 : 113.8 : 0.4	514 : 79.8 : 0.4	579 : 56.9 : 2.1
15	16-8-2-25	0.90	381.5	79 : 6.5 : 1.3	731 : 42.3 : 0.0	708 : 33.9 : 0.0	744 : 37.8 : 0.0
16	15-8-2-25	0.80	317.2	281 : 58.0 : 33.0	716 : 83.8 : 63.1	744 : 68.1 : 50.7	740 : 60.5 : 45.7
17	14-8-2-25	0.95	444.8	724 : 41.6 : 3.3	711 : 40.8 : 0.2	552 : 32.6 : 0.3	716 : 21.7 : 0.0
18	13-8-2-25	0.76	82.0	501 : 17.9 : 0.0	692 : 14.7 : 6.0	305 : 4.6 : 3.8	561 : 6.6 : 5.0
19	16-7-2-25	0.52	563.2	220 : 81.9 : 21.1	716 : 164.4 : 45.3	744 : 130.4 : 42.1	740 : 104.8 : 35.3
TOTALS:				6361 : 901.6 : 161.5	12734 : 1663.6 : 339.2	11836 : 1235.8 : 336.7	12283 : 1527.4 : 426.0



1300 SUN LIFE PLAZA III
112 - 4th AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 0H3
TELEPHONE (403) 261-0743

August 6, 1985

Manitoba Oil & Gas
Conservation Board
309 Legislative Building
450 Broadway Ave.
Winnipeg, Manitoba
R3C 0V8

Attention: Mr. W. McDonald

Dear Sir,

Re: Waskada Unit No. 8

All Working Interest and Royalty Interest owners have executed the Unit Agreement - Waskada Unit No. 8. In this connection we are enclosing counterpart execution pages for your records. Also enclosed is a copy of the Unit Agreement as executed by the parties. This document is identical to others used by Omega in this area and is a copy of Waskada Unit No. 5 revised only where ever the Unit name occurs and for Exhibits A and B.

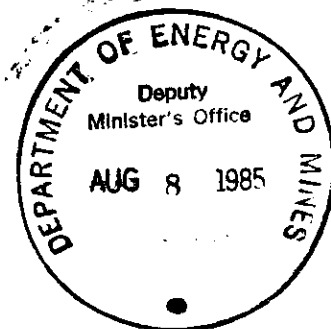
We request the approval of The Oil & Natural Gas Conservation Board to this Unit so that we may have an effective date of September 1, 1985.

Yours truly,
OMEGA HYDROCARBONS LTD.

A handwritten signature in dark ink, appearing to read "R.A. Beamish".

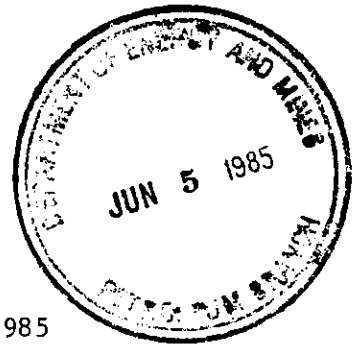
R.A. Beamish
Manager - Engineering

RAB:ad
Encls.





1300 SUN LIFE PLAZA III
112 - 4th AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 0H3
TELEPHONE (403) 261-0743



June 3, 1985

Manitoba Petroleum Branch
555 - 330 Graham Avenue
Winnipeg
Manitoba
R3C 4EG

Attention: Mr. Bob Dubreuil

Dear Sir,

Re: Tract Factor Calculations

Waskada Unit No. 2 - Enlargement

Waskada Unit No. 3 - Enlargement

Waskada Unit No. 8 - Proposal

In your recent conversation with Mr. Jack Hall it was mentioned that we propose to enlarge some of the current units and form new ones so that pressure maintenance by waterflooding can be initiated as soon as possible after development. This procedure will be on-going to include each summer's drilling program and any other recompletions or appropriate changes.

As requested at that meeting, we will forward the tract factor calculations prior to the request for approval and establishment of an effective date. For each of the captioned units we have sent out documents for execution.

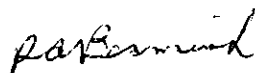
The formula utilized in each case is the same as that which we have used previously. That is, unitization or enlargement is based on Remaining Recoverable Oil by Waterflooding (2/3), Oil Rate (1/9), and Oil Cut (2/9). The latter two factors are based on the first four months of a well's production history. To obtain remaining reserves, recent cumulative production values are incorporated. The end of the month cut-off for the cumulative values reflect a convenient date to complete unit documentation, and are shown with the calculations. Documents for enlargement of Unit No. 3 were mailed out first (cumulatives to December 31, 1984), then those for the proposed Unit No. 8 were mailed (cumulatives to February 28, 1985), and we recently sent out those for enlargement of Unit No. 2. (cumulatives to April 30, 1985).

In each enlargement, the ratio of tract participations for the original tracts remains the same to each other as shown with the calculations.

Additional unitization is in progress and the tract factor calculations will be forwarded to you as soon as possible.

If you have any questions or if I can be of further assistance, please do not hesitate to call.

Yours truly,
OMEGA HYDROCARBONS LTD.



R.A. Beamish
Manager - Engineering

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