



#1600, 324 - 8 Avenue S.W.
Calgary, AB T2P 2Z5
Telephone: (403) 232-7100
Frontiers Fax: (403) 232-7211

____ devon Canada Corporation
____ devon ARL Corporation

____ devon AOG Corporation

FACSIMILE TRANSMISSION

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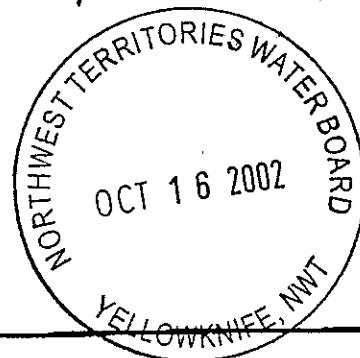
DATE: <u>October 16, 2002</u>
NUMBER OF PAGES INCLUDING COVER SHEET: <u>4</u>

URGENT

TO:	
NAME: <u>Vicki Losier</u>	FAX #: <u>(867) 669-2719</u>
COMPANY: <u>Water Resources</u>	PHONE #: <u>(967) 669-2772</u>

FROM:	
NAME: <u>Pete Millman</u>	PHONE #: <u>(403) 32-7244</u>

COMMENTS:			
URGENT	FOR YOUR REVIEW	REPLY ASAP	PLEASE COMMENT
<p>Hfi Vicki, the original and cheque are being couriered, I thought I would fax a copy as soon as I got it. Call if you see any problems with the application</p> <p>Thanks. Pete</p>			



**NORTHWEST TERRITORIES WATER BOARD
APPLICATION FOR AUTHORIZATION
TO ASSIGN A LICENCE**

GENERAL INFORMATION

PRESENT LICENSEE: Petro-Canada

ADDRESS: 150 - 6th Ave SW

PHONE NO.: (403) 296-8000

LICENCE NUMBER: 11711-1777 EXPIRY DATE: Dec. 31st/2002

LOCATION: Kirk/Napa H/K Winter 2001-2002 Lat 69° 25' 19" to 69° 08' 52" N and
longitude 134° 28' 01" to 135° 30' 57" W Northwest Territories

PURPOSE: To use water and dispose of waste for municipal and industrial undertaking

PROPOSED ASSIGNEE: Devon Canada Corporation

ADDRESS: 1600, 324 8th Ave. SW
Calgary, AB T2P 2Z5

PHONE NO.: (403) 232-7100

PROPOSED DATE OF ASSIGNMENT:

Dec. 13th/2002

WATER USE FEES PAID (Current Year)

Amount: \$ 30.00 Receipt No.: C105109 Date: Sept. 12/2001

APPLICATION FEE Amount \$30.00 - attached

Cheque to be submitted with Application form and made payable to the
RECEIVER GENERAL FOR CANADA

OFFICE USE ONLY

Receipt No.: _____

Date: _____

DECLARATION OF ASSIGNEE

I
(Name) Peter Millman

hereby declare that I am a signing authority for the Assignee and

THAT

the Assignee, if a corporate entity, is registered to carry on business in the Northwest Territories as required by Government of Northwest Territories Statutes and

THAT

I request the Northwest Territories Water Board to approve the assignment of Licence No. N761-1777 described in the application and

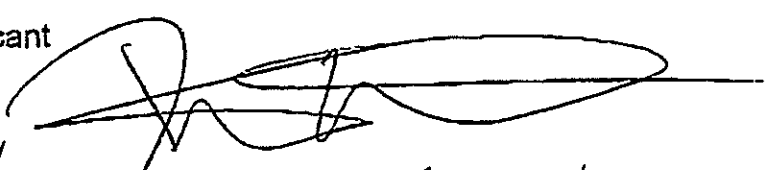
THAT

as of October 16, 2002, I accept all legal rights and
(Date)
obligations conferred by the Licensee referred to in this application, including any obligations of the Licensee which may be outstanding with respect to compliance with the said Licence, but excluding the payment of water use fees for the year 2001.

DATED this 16 day of October, 2002 in the
(City/Town)
of Calgary, Alberta, Canada.
(Name - City/Town) (Province/Territory)

Signature of Applicant

Name of Company


Devon Canada Corporation

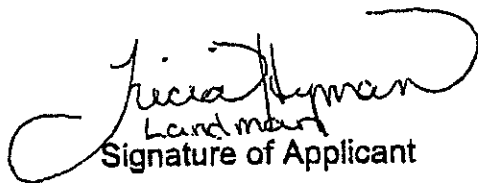
DECLARATION OF LICENSEE

I Tricia Hyman
(Name)

representing Petro-Canada
(Name of Licensee)

hereby request the Northwest Territories Water Board to approve the assignment of
Licence No. 11741-1777 described in this application.

DATED this 16th day of October, 2002 in the City
(City/Town)
of Calgary, Alberta, Canada.
(Name - City/Town) (Province/Territory)


Handwritten
Signature of Applicant