

Date:

Addressee

Attn:

Dear Sirs,

Re: _____ **Area**

_(the "Company") has interests in certain oil and gas properties in the _ area of Alberta.

_(the "Purchaser") hereby offers to purchase all of the Company's interest in the Assets on the following terms and conditions:

1. **ASSETS**

In this offer, Assets means the Company's working interest in all the petroleum and natural gas rights identified in Schedule "A" attached hereto and includes all wells, equipment, facilities and other interests associated or related thereto.

2. **PURCHASE PRICE**

The purchase price for the Assets, in Canadian Funds, shall, subject to clause 7, be \$_.