



MEMORANDUM OF AGREEMENT

THIS MEMORANDUM is made this 29th day of May, 2008, by Mineral Resources, Inc. ("Mineral Resources"), whose mailing address is P.O. Box 328, Greeley, Colorado 80632.

On May 29th, 2008, A Bruce Johnson ("Surface Owner"), and Mineral Resources entered into a Surface Use Agreement (the "Agreement") providing for the use of the surface of the land described below by Mineral Resources in connection with certain oil and gas operations and the compensation to Surface Owner for all damages (except as provided in the Agreement) to the surface of the land associated with the drilling, testing, completion, recompletion, reworking, reentry, pumping, operation and maintenance of the well-sites to be located in:

Township 6 North, Range 65 West, 6th P.M.
Section 32: E/2

Township 5 North, Range 65 West, 6th P.M.
Section 5: NE/4

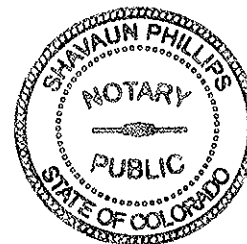
Weld County, Colorado

THIS MEMORANDUM OF AGREEMENT is executed by Mineral Resources and placed of record in Weld County, Colorado for the purpose of placing all persons on notice of the existence of the Surface Use Agreement. A true and complete copy of the Agreement is available from Mineral Resources to any person with an interest in the above described land.

Mineral Resources, Inc.:



Logan Richardson, Land Manager

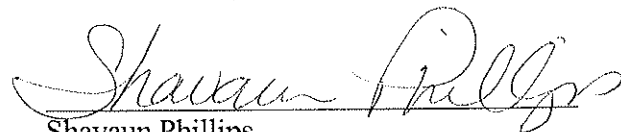


My Commission Expires July 9, 2011

STATE OF COLORADO)
) ss.
COUNTY OF WELD)

The foregoing instrument was acknowledged before me this 29th day of May, 2008, by Logan Richardson, Land Manager of Mineral Resources, Inc., a Colorado corporation on behalf of said corporation.

My commission expires: July 9, 2011



Shavaun Phillips
Notary Public.