

**AGREEMENT FOR
RIGHT OF WAY, PIPELINE EASEMENT AND SURFACE ACCESS**

THIS AGREEMENT made and entered into this 27th day of October, 2009, by and between **Gary W. Smith and Norma J. Smith**, of 66401 WCR 71, Hereford, Colorado, 80732, hereinafter designated as "Surface Owner" and **EOG Resources, Inc.**, hereinafter referred to as "Operator", whose address is 600 17th Street, Suite 1000N, Denver, CO 80202.

WITNESSETH, that

WHEREAS, Operator is the Lessee under that certain Oil and Gas Lease dated January 30th, 2008 and recorded at Reception No. 3573353 by and between Owner and Operator, covering the below described lands; and

WHEREAS, Operator wishes to use a portion of Surface Owner's lands for Operator's proposed operations, in order to properly drill, complete rework or re-complete, equip, operate, maintain, produce and plug and abandon any wells and thereafter restore the surface

NOW, THEREFORE, For and in consideration of the mutual covenants and agreements of the parties herein contained, and other good and valuable consideration, the parties hereto AGREE AS FOLLOWS:

1. **Said Land.** The Surface Owner owns the surface estate to the following described lands, hereinafter referred to as "Said Land" in Weld County, State of Colorado, to wit:

Township 12 North, Range 62 West of the 6th P.M.
Section 30: SE

Township 11 North, Range 63 West of the 6th P.M.
Section 02: All

Township 12 North, Range 63 West of the 6th P.M.
Section 35: S2

Containing 1,200.00 acres, more or less

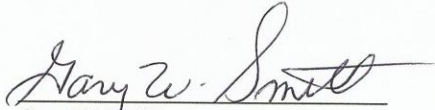
2. **Right-of-Way.** That in order for Operator to enter, drill, complete, produce and operate oil and/or gas well(s) and production facilities on Said Land, it is necessary that it cross and use certain property of Surface Owner, as provided for under the pertinent oil and gas lease(s), and the parties do hereby agree as to the damages, the right of entry and surface use thereof. For and in consideration of the hereinafter specified amounts, Surface Owner hereby grants to Operator the exclusive right for it, its agents, employees and contractors, and their agents and employees, to enter upon the surface of Said Land for the purpose of conducting oil and gas exploration, drilling,

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE SET THIER HANDS, THE
DAY AND YEAR FIRST ABOVE WRITTEN.

SURFACE OWNER

OPERATOR

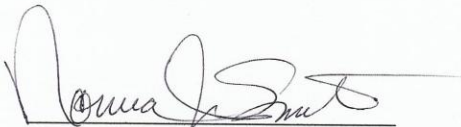
EOG Resources, Inc.



Gary W. Smith

By:

J. Mike Schween, Attorney-in-Fact



Norma J. Smith

GARY W. SMITH AND NORMA JEAN SMITH
66401 WCR 71
HEREFORD, CO 80732

RE: NOTICE LETTER OF INTENT TO DRILL
Proposed Critter Creek 1-02H
Section 2, T11N, R63W
Weld County, Colorado

Proposed Randall Creek 3-30H
Section 30, T12, 62W
Weld County, Colorado

Proposed Fox Creek 1-35H
Section 35, 12N-63W
Weld County, Colorado

OPERATOR: EOG RESOURCES, INC.

CONSULTATION PREFERENCE

Surface owner hereby requests that all consultation concerning the drilling and reclamation operations of the captioned well be discussed with:

X

Surface Owner

Surface Owner's Tenant:

Name, Address, Phone # of Tenant if applicable

WAIVER OF 30 DAY NOTICE VIA LETTER OF INTENT TO DRILL

Surface owner hereby waives the required 30-day notice of commencement of operations with heavy equipment on the captioned well:

X

YES

_____ NO

ACKNOWLEDGED THIS 27 day of Oct, 2009