

Declaration of Pooling

WHEREAS, the undersigned parties are the owners of the Oil and Gas Leases described in Exhibit "A", attached hereto and made a part hereof, insofar as said leases cover lands lying within the unit herein below designated, and;

WHEREAS, the provisions of each of said lease(s) as originally written, or as amended, grant the Lessee the right and power to pool and combine the lands covered by each of said leases, or portion or portions thereof, with other lands for the exploration and development thereof and the production there from of oil, gas and other hydrocarbons associated therewith;

NOW, THEREFORE, pursuant to the rights granted by law and under each of the leases described in Exhibit "A", attached hereto, and as a result of the successful completion of the Bledsoe 1-3-5-45 well located in the NENE, Section 3, T5N, R45W, as a well capable of producing oil and gas in paying quantities from the Niobrara formation, the undersigned parties hereby consolidate and pool the following described lands into a single unit for the production of oil, gas and associated hydrocarbons from the formation described below, exclusively for the Bledsoe 1-3-5-45 (the "Pooled Unit"), situated in Yuma County, Colorado, to wit:

Township 5 North, Range 45 West, 6th P.M.

Section: 3 NE/4 of NE/4 ; and

Section: 2 NW/4 of NW/4 ; and

Section: 34 SE/4 of SE/4 ; and

Section: 35 SW/4 of the SW/4.

Limited to the depth from the surface of the earth to the base of the Niobrara Formation

IN WITNESS WHEREOF: this Declaration of Pooling is executed as of this 7th day of December, 2010, but shall be effective for all purposes as of the date of first production of oil and gas produced from the Pooled Unit.

Omimex Petroleum, Inc.

By: Cliff Williams

Title: Land Manager

ACKNOWLEDGMENT

STATE OF TEXAS §
 §

COUNTY OF TARRANT §

Before me, the undersigned, a Notary Public, in and for said County and State on this 7th day of 2010 personally appeared Cliff Williams the Land Manager—Mid Continent, of Omimex Petroleum, Inc. who executed the foregoing instrument and acknowledged to me that he did duly execute the same under his authority as Land Manager of said corporation.

[SEAL]

Marie Baldwin

Marie Baldwin – Notary Public

My commission expires: January 9, 2013



EXHIBIT "A"

Attached to and made a part of that certain Declaration of Pooling covering:

Township 5 North, Range 45 West, 6th P.M.
Section: 3 NE/4 of NE/4 ; and
Section: 2 NW/4 of NW/4; and
Section: 34 SE/4 of SE/4 ; and
Section: 35 SW/4 of the SW/4.
creating a 160 acre unit comprised of:

Yuma County, Colorado

Lessor: Bledsoe Land Company
Lessee: Omimex Petroleum, Inc.
Lease Date: September 20, 2001
Lands Covered: Section: 3 NE/4 of NE/4 ; and
Section: 2 NW/4 of NW/4 ;
Recording Data: Doc. 505584

Lessor: Dale Haynes and wife, Patti Haynes
Lessee: Omimex Petroleum, Inc.
Lease Date: May 31, 2002
Lands Covered: Section: 35 SW/4 of the SW/4.
Recording Data: Doc. 218672

Lessor: Dan Mickelson
Lessee: Omimex Petroleum, Inc.
Lease Date: June 6, 2002
Lands Covered: Section: 34 SE/4 of the SE/4.
Recording Data: Doc. 218062