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1 of 3 R 16.00 D 0.00 Steve Moreno Clerk & Recorder

### MEMORANDUM OF AGREEMENT

This Memorandum of Agreement is made this 22<sup>nd</sup> day of April, 2010, by The Standard Group LLC (hereinafter "Standard"), a Colorado limited liability company, with an address of 5040 Acoma Street, Denver, CO 80216.

On March 26, 2010, Tuscan 2 Residential, LLC, an Arizona limited liability company, (the "Landowner") and Standard entered into a Pad Site Agreement (the "Agreement") providing for the use of the surface of the property described in Exhibit A attached hereto and incorporated herein by this reference (the "Property") for the drilling, completing, operating, and maintaining of oil and gas wells with bottom hole locations under lands outside of the Property. The terms and consideration for use of the Property are set forth in the Agreement.

This Memorandum of Agreement is executed by Standard and placed of record in Weld County, Colorado, for the purpose of placing all persons on notice of the existence of the Pad Site Agreement.

THE STANDARD GROUP

By: \_\_\_\_\_

STATE OF COLORADO

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)ss.

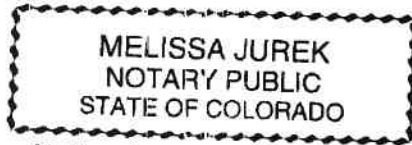
CITY AND COUNTY OF DENVER

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This Memorandum of Agreement was acknowledged before me this 17<sup>th</sup> day of May, 2010 by Mike Disberger as Manager of The Standard Group, LLC, a Colorado limited liability company, on behalf of said company.



My Commission Expires 11/17/2012

  
Notary Public

My commission expires: 11/17/2012

Exhibit "A" to Memorandum of Agreement Dated April 22, 2010

LEGAL DESCRIPTION - Oil/Gas Lease

That part of the Southeast Quarter of Section 22, Township 5 North, Range 66 West of the 6th P.M., Weld County, Colorado, described as follows:

Commencing at the northwest corner of said Southeast Quarter of Section 22;

Thence South 01°09'09" East for 103.49 feet on the west line of said Southeast Quarter to the True Point of Beginning;

Thence North 88°56'35" East for 638.99 feet parallel with the north line of said Southeast Quarter of Section 22;

Thence South 01°09'09" East for 409.02 feet parallel with the west line of said Southeast Quarter of Section 22;

Thence South 88°56'35" West for 638.99 feet to the west line of said Southeast Quarter;

Thence North 01°09'09" West for 409.02 feet on said west line to the Point of Beginning.

Basis of Bearings: The west line of the Southeast Quarter of Section 22, Township 5 North, Range 66 West of the 6th P.M., Weld County, Colorado is assumed to bear South 01°09'09" East.

Contains 6.00 acres.



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