

**DECLARATION OF POOLING  
HSR Link # 06-13 Well**

WHEREAS, HS Resources, Inc., ("HSR") is the owner of, or has been assigned an interest in, the oil and gas leases ("Leases") described on Exhibit "A", attached hereto and made a part hereof.

WHEREAS, HSR is the operator of the HSR Link # 06-13 well located in the SE $\frac{1}{4}$ NW $\frac{1}{4}$  of Section 13, Township 1 North, Range 63 West, Weld County, Colorado.

WHEREAS, the terms of each of the Leases contain certain provisions authorizing HSR to pool the Leases in the manner set forth herein.

NOW THEREFORE, HSR hereby pools, unitizes and combines the Leases into a single unit for the purpose of developing, operating and producing oil, gas and associated hydrocarbons produced from said Leases described as follows:

**TOWNSHIP 1 NORTH, RANGE 63 WEST, 6TH P. M.  
Section 13: E/2SE/4NW/4, E/2W/2SE/4NW/4, W/2W/2SW/4NE/4  
Weld County, Colorado  
Containing 40.00 acres, more or less.**

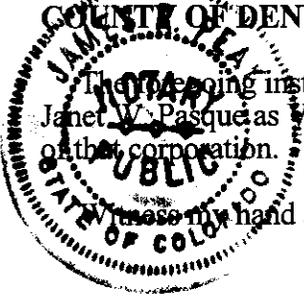
This Declaration of Pooling shall remain in effect for as long as the Leases are being produced or are capable of being produced from the pooled area, whether drilling, reworking or other operations are being conducted thereon, and if production results from such operations, for so long thereafter as the Leases are produced or are capable of being produced.

EXECUTED this 8TH day of June 1998, effective as of the date of first production.

**HS RESOURCES, INC.**

By: Janet W. Pasque  
Janet W. Pasque  
Vice - President Land

STATE OF COLORADO )  
CITY AND ) ss.  
COUNTY OF DENVER )



The foregoing instrument was acknowledged before me this 8th day of June 1998, by Janet W. Pasque as Vice - President for HS RESOURCES, INC., a Delaware corporation, on behalf of that corporation.

I have read these my hand and official seal.

James R. Ray  
Notary Public

My Commission Expires: 9-5-2001

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**EXHIBIT "A"**

Attached to and made a part of that certain Voluntary Declaration of Pooling dated June 8, 1998 covering Township 1 North, Range 63 West, 6th P.M. Section 13: E $\frac{1}{2}$ SE $\frac{1}{4}$  NW $\frac{1}{4}$ , E $\frac{1}{2}$ W $\frac{1}{2}$ SE $\frac{1}{4}$ NW $\frac{1}{4}$  and W $\frac{1}{2}$ W $\frac{1}{2}$ SW $\frac{1}{4}$  NE $\frac{1}{4}$ , Weld County, Colorado.

Lessee	Lessor	Effective				Description	Book	Page/ Rec. No
		Date	TWN	RNG	Section			
HS RESOURCES, INC.	BUSCH, WILLIAM C. AND SALLY R.	08/25/95	1N	63W	13	NW $\frac{1}{4}$	1515	2459151
ENERGY MINERALS CORPORATION	MCCLINTOCK TRUST, T.E.	07/30/92	1N	63W	13	NW $\frac{1}{4}$	1349	2301460
ENERGY MINERALS CORPORATION	NELSON ET AL, PAUL L.	07/14/92	1N	63W	13	NW $\frac{1}{4}$	1347	2299536
ENERGY MINERALS CORPORATION	NELSON ET AL, KENNETH R.	07/14/92	1N	63W	13	NW $\frac{1}{4}$	1347	2299535
ENERGY MINERALS CORPORATION	MAY, JOHN A. & ELLEN M. MCANNINCH	07/10/92	1N	63W	13	SW $\frac{1}{4}$ NW $\frac{1}{4}$ , E $\frac{1}{2}$ NW $\frac{1}{4}$	1349	2301462
HS RESOURCES, INC.	JANDREAU, JOHN & JEAN	12/24/93	1N	63W	13	NW $\frac{1}{4}$ NW $\frac{1}{4}$	1430	2377397
ACCESS RESOURCES	BLAKELY, MARGUERITE L	10/02/93	1N	63W	13	NE $\frac{1}{4}$	1411	2349570
HS RESOURCES, INC.	TRUPP, RUTH R. A/K/A RUTH TRUPP	03/03/97	1N	63W	13	NE $\frac{1}{4}$	1602	2544538



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