

**RECORDATION NOTICE AND
MEMORANDUM OF SURFACE USE AND COMPENSATION AGREEMENT**

KNOW ALL MEN BY THESE PRESENTS:

That, **Kenneth P. Bray and Lydia A. Bray**, whose address is 353 South Split Rock Road, Bennett, CO 80102, referred to as "Grantor," for adequate consideration, did enter into an agreement with, and grant or confirm certain rights to, **ConocoPhillips Company**, whose address is ConocoPhillips Company, Attention: Manager, Real Property Administration, P. O. Box 7500, Bartlesville, Oklahoma 74004-7500, hereinafter referred to as "Grantee".

Grantor and Grantee entered into an unrecorded Surface Use and Compensation Agreement executed by the parties herein and of even date herewith covering oil and gas operations on or with respect to the following described lands (the "Property"):

**Located in the North Half of the Northwest Quarter of the Northwest Quarter of Section 14,
Township 4 South, Range 64 West, Arapahoe County, Colorado**

The Surface Use and Compensation Agreement ("SUCA") which is unrecorded and may be found in the files of Grantor and Grantee, among other provisions, grants to Grantee certain rights and Grantor hereby grants to Grantee certain rights (subject to the terms of the SUCA), in the Property to conduct oil and gas operations and to construct, operate, maintain and reclaim well locations, access roads, gathering system pipelines, transmission pipelines, cathodic protection systems, communication lines, power lines and associated facilities related to its oil and gas operations.

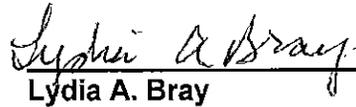
Grantor and Grantee have agreed to record this Recordation Notice and Memorandum of Surface Use and Compensation Agreement ("Memorandum") in the real property records of Arapahoe County, Colorado to provide record notice to third parties of the existence of the SUCA and the SUCA memorialized by it shall be binding on and inure to the benefit of Grantor and Grantee, their respective heirs, administrators and assigns.

IN WITNESS WHEREOF, this Recordation Notice and Memorandum of Surface Use and Compensation Agreement has been executed on the date(s) indicated below by the undersigned.

GRANTORS

 12-8-12

Kenneth P. Bray

 12-8-12

Lydia A. Bray

GRANTEE

CONOCOPHILLIPS COMPANY

[Insert Name]
Title: Attorney-in-Fact

STATE OF COLORADO §
 §
COUNTY OF ARAPAHOE §

On this 8th day of December, 2012, before me Darrel C. Vanhooser, the undersigned officer, personally appeared **Kenneth P. Bray**, known to me (or satisfactorily proven) to be the person whose name is subscribed as landowner of N/A, and acknowledged that he/she, as such landowner, being authorized so to do, executed the foregoing instrument as the act of his/her principal for the purposes therein contained, by signing the name of the said corporation by himself/herself as landowner.

Darrel C. Vanhooser
Notary Public
State of Colorado
My commission expires:
9-8-14

Darrel C. Vanhooser
NOTARY PUBLIC
Notary Public in and for Arapahoe County

STATE OF COLORADO §
 §
COUNTY OF ARAPAHOE §

On this 8th day of December, 2012, before me Darrel C. Vanhooser, the undersigned officer, personally appeared **Lydia A. Bray**, known to me (or satisfactorily proven) to be the person whose name is subscribed as landowner of N/A, and acknowledged that he/she, as such landowner, being authorized so to do, executed the foregoing instrument as the act of his/her principal for the purposes therein contained, by signing the name of the said corporation by himself/herself as landowner.

Darrel C. Vanhooser
Notary Public
State of Colorado
My commission expires:
9-8-14

Darrel C. Vanhooser
NOTARY PUBLIC
Notary Public in and for Arapahoe County

STATE OF _____ §
 §
COUNTY OF _____ §

On this _____ day of _____, 2012, before me _____, the undersigned officer, personally appeared _____, known to me (or satisfactorily proven) to be the person whose name is subscribed as Attorney-in-Fact of _____, and acknowledged that he, as such Attorney-in-Fact being authorized so to do, executed the foregoing instrument as the act of his principal for the purposes therein contained, by signing the name of the said corporation by himself as Attorney-in-Fact.

NOTARY PUBLIC
Notary Public in and for _____ County

My commission expires:
