

TOP Operating Co

10881 W Asbury Ave Ste 230
Lakewood CO 80227-1971
303-727-9915

December 21, 2012

Mr Michael A. Litzenberger and Mrs Katherine M. Litzenberger
16084 Weld County RD 5
Mead, CO 80542

RE: Surface Exception Location Consent
Directional Drilling Waiver
Kintz #2, #3, #4, #5, #6, #8, #9 Wells
Township 3 North, Range 68 West, 6th P.M.
Section 8: NE¼
Weld County, Colorado

Mr. and Mrs. Litzenberger,

TOP Operating Co. ("TOP") plans to drill the Kintz #2, #3, #4, #5, #6, #7, #8, and #9 Wells (the "Wells") at the referenced location which is more specifically described as

Kintz #2 1996' FSL and 1985' FEL
Kintz #3 1997' FSL and 662' FEL
Kintz #4 921' FNL and 1943' FEL
Kintz #5 665' FSL and 1981' FEL
Kintz #6 666' FSL and 660' FEL
Kintz #7 1859' FNL and 920' FEL
Kintz #8 1320' FSL and 50' FEL
Kintz #9 2612' FSL and 1320' FEL

The Wells are outside the drilling window prescribed in Colorado Oil and Gas Conservation Commission ("COGCC") Rule 318A(I)c GREATER WATTENBERG AREA SPECIAL WELL LOCATION, SPACING AND UNIT DESIGNATION RULE .

Surface locations. Prior to the approval of any Application for Permit-to-Drill submitted for a GWA well, the proposed surface well location shall be reviewed in accordance with the following criteria:

(1) A new surface well location shall be approved in accordance with Commission rules when it is less than fifty (50) feet from an existing surface well location.

*(2) When the operator is requesting a surface well location greater than fifty (50) feet from a well (unless safety or mechanical considerations of the well to be twinned or topographical or surface constraints justify a location greater than fifty (50) feet), **the operator shall provide a consent to the exception signed by the surface owner on which the well is proposed to be located in order for the Director to approve the well location administratively.***

(3) If there is no well located within a GWA window but there is an approved exception location well located outside of a GWA window that is attributed to such window, the provisions of subsections (1) and (2) of this subsection c. shall be applicable to such location.

The Wells will have surface location greater than 50' from the existing Kintz #1 Well. Enclosed are Well Platts of each of the wells listed above.

By signing this letter you hereby grant consent to TOP to locate the Wells outside of a GWA window as defined in COGCC Rule 318A(I)c.

Thank you for your assistance in this matter. If you have any questions please call me at 720-663-1698.

Sincerely,

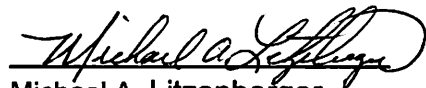
Paul R. Herring
Landman

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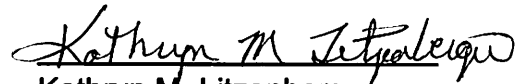
THE UNDERSIGNED SURFACE AND MINERAL OWNERS HEREBY WAIVES RULE 318A(I)c. AS IT APPLIES TO THE SURFACE LOCATION AND APPROVES THE SURFACE LOCATION DESCRIBED BELOW IN WELD COUNTY, COLORADO, SECTION 8, TOWNSHIP 3N, RANGE 68 WEST, 6TH PRINCIPAL MERIDIAN.

Kintz #2 1996' FSL and 1985' FEL
Kintz #3 1997' FSL and 662' FEL
Kintz #4 921' FNL and 1943' FEL
Kintz #5 665' FSL and 1981' FEL
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Kintz #8 1320' FSL and 50' FEL
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Michael A. Litzenberger

Date: 1-9-2013



Kathryn M. Litzenberger

Date: 1-9-2013