

MEMORANDUM OF AGREEMENT

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

Pursuant to the terms of that certain unrecorded Surface Damage Agreement dated 9th day of September, 2013, between the undersigned, and subject to the conditions set forth therein, Great Western Operating Company, LLC, ("Great Western") with an address at 1700 Broadway, Suite 650, Denver, CO 80290 and Spaur Brothers Farms, LLC, ("Surface Owner") with an address at 36701 County Road 61, Eaton, Colorado 80615, agree to the location of the well(s) and payment for damages to the surface of land connected with the access to and the drilling, construction, completion, recompletion, reworking, re-entry, production, maintenance and operations of the well(s) and associated pipelines, tank batteries and other facilities or property of Great Western associated with the well(s) and located on the following land:


Township 7 North, Range 63 West, 6th P.M.

Section: 31 S/2


This Memorandum of Agreement is executed and placed of record in Weld County, Colorado for the purpose of placing all persons on notice of the existence of the Surface Damage Agreement. A true and complete copy of the Agreement is available from Great Western to any person with an interest in the above-described land.

In witness whereof this instrument is executed and made effective this 9th day of September, 2013.

Great Western Operating Company, LLC

By: 
Greg Spaur

By: _____
Steve R. Stacy, Sr. Vice President Land

By: 
Brian Spaur

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this _____ day of _____, 2013 by Steve R. Stacy, Sr. Vice President Land for Great Western Operating Company, LLC

[SEAL]

Notary Public

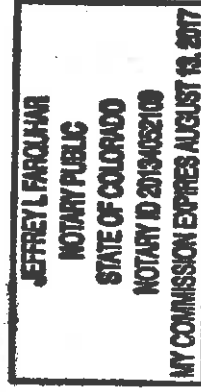
My commission expires: _____

STATE OF COLORADO)
) ss.
COUNTY OF WELD)

The foregoing instrument was acknowledged before me this 9th day of September, 2013 by Spaur Brothers Farms, LLC, to me known to be the owners of the S/2 of Section 31 in Township 7 North, Range 63 West, 6th P.M and who executed the within and foregoing instrument in their behalf

IN WITNESS WHEREOF, I hereunto set my hand and affixed my official seal the day and year first above written.

[SEAL]



Notary Public
My commission expires: 8-13-2017