

ROAD USE AGREEMENT

THIS AGREEMENT is made this 17th day of October, 2002, between Richard M. Olson and Ella May Olson (hereinafter "Grantor", whether one or more) the owner of the surface of the following described lands situated in La Plata County, State of Colorado, and hereinafter further described to-wit:

Township 33 North, Range 8 West, N.M.P.M.
Section 8: NW/4

and Elm Ridge Resources, Inc. (hereinafter referred to as "Elm Ridge"). The parties agree as follows:

1. **Grant of Road Use:** Grantor hereby grants unto ELM RIDGE the use of the existing well road along with an easement not to exceed Twenty feet (20') in width, to construct a road to be located on the above referenced property as shown on the attached Exhibit "A". The parties hereto shall cooperate with each other concerning the use of this easement. Grantor reserves the right to full use and enjoyment of the subject road except for the purposes herein granted, but such use shall not hinder, conflict, or interfere, directly or indirectly, with the exercise of ELM RIDGE's rights hereunder.
2. **Repair of Road:** ELM RIDGE agrees to be responsible for damages to the road caused by its operations as long as said road is being used by ELM RIDGE. ELM RIDGE further agrees to repair said damages in a timely and workman like manner.
3. **Use of Road:** The use of this road shall be for access to the facilities operated by ELM RIDGE located on the tract owned by Willie Semler located in the NW/4NE/4 of Section 8, Township 33 North, Range 8 West, NMPM. ELM RIDGE will restrict its use of the road to normal business hours as much as possible, but has the right to use said road at any time if necessary.
4. **Successors and Assigns:** The terms, conditions, and provisions of this agreement shall be binding upon and inure to the benefit of the parties hereto, their successors, assigns, agents, employees, licensees, permittees, contractors, and subcontractors.
5. **Term:** The rights herein granted shall be possessed, continued, and enjoyed by ELM RIDGE, its successors and assigns, so long as the subject well is operated by ELM RIDGE, its successors and assigns.
6. **Entire Agreement:** Subject to the terms and conditions of that separate letter agreement of even date the terms of this written agreement shall constitute the full agreement between the parties hereto and no modification or amendment of this Agreement shall be effective without the written consent of the parties being first obtained.

Elm Ridge Resources, Inc.

EXHIBIT "A"

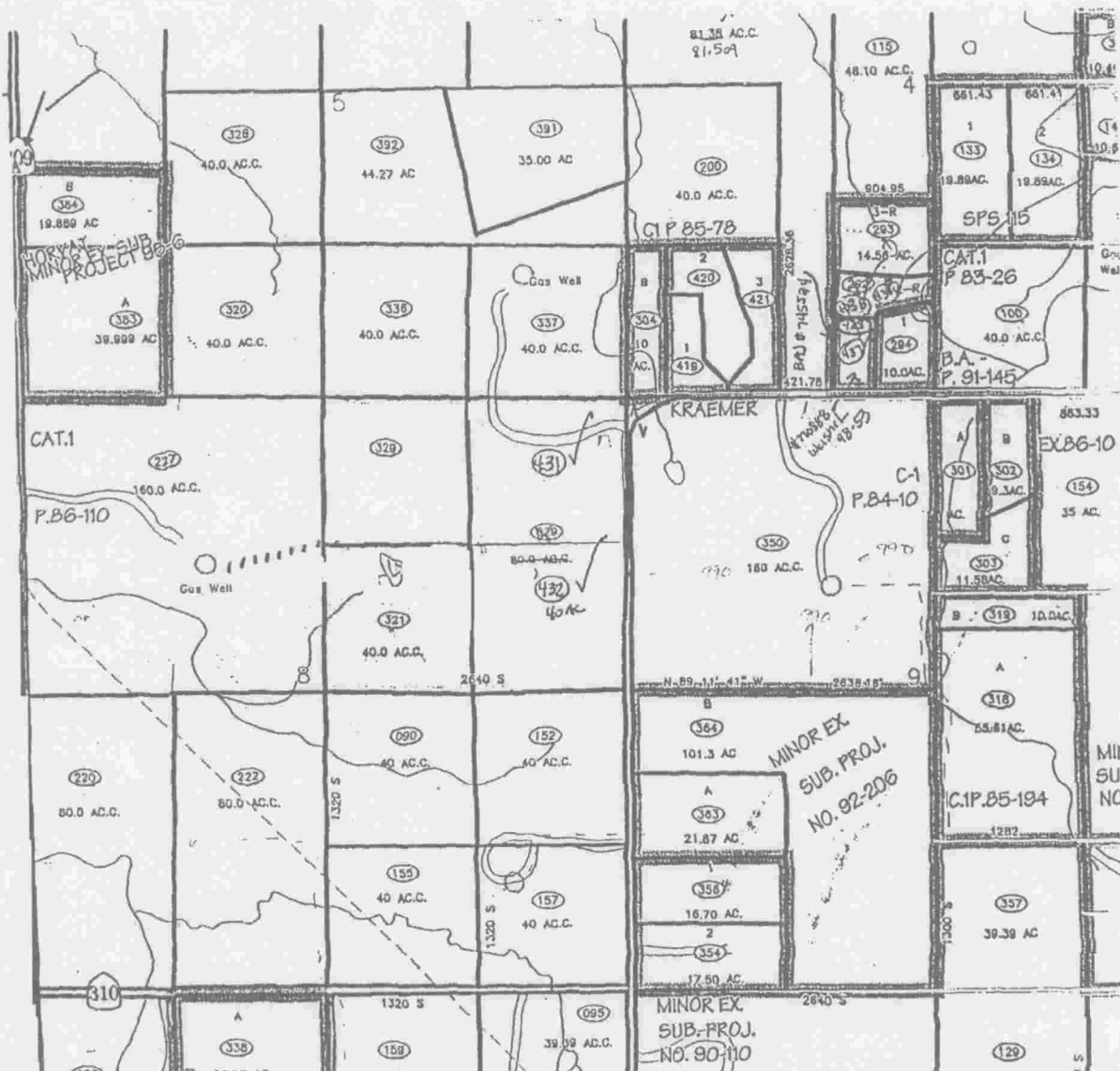
Attached to and made a part of that certain Road Use Agreement dated June 11, 2001, by and between Richard M. Olson and Ella May Olson (Grantor), and ELM RIDGE RESOURCES, INC. (ELM RIDGE)

DESCRIPTION:

T.33N/R.8W., NMPM.

Section 8: NW/4

A twenty feet (20') wide road easement across a portion of Grantors' property as shown below:



Road Easement

Signed for Identification:

GRANTOR:

Richard M. Olson
Richard M. Olson

Ella May Olson
Ella May Olson

ELM RIDGE RESOURCES, INC.

Michael J. Finney, agent for
ELM RIDGE RESOURCES, INC.