

HICKOK #1-26 Well

Sec 26-3S-53W

DECLARATION OF POOLING

WHEREAS, the undersigned are the owners of record of the following Oil and Gas Leases located in Washington County, Colorado, described as follows:

Lessor: Brent L. McCracken, a married man dealing in his sole and separate property
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: October 14, 2013
 Recorded: Reception No. 858347
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: Hobe Minerals Limited Liability Company
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: November 20, 2013
 Recorded: Reception No. 858695
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: John C. Gagliardo, a married man dealing in his sole and separate property
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: November 1, 2013
 Recorded: Reception No. 858515
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: Richard L. Gagliardo and Catherine M. Gagliardo, Trustees under the Gagliardo Living Trust, dated July 14, 1994
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: November 1, 2013
 Recorded: Reception No. 858509
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: Allison Gagliardo Rold, a married woman dealing in her sole and separate property
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: October 17, 2013
 Recorded: Reception No. 858438
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: Patricia Cotter Heinrich, a married woman dealing in her sole and separate property
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: September 24, 2013
 Recorded: Reception No. 858174
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: Suzanne E. Johnson, a widow
 Lessee: Grand Mesa Operating Company
 Date: December 10, 2013
 Recorded: Memorandum Giving Notice of Oil and Gas Lease Recorded at Reception No. 858826
 Description: Township 3 South, Range 53 West
 Section 26: NE/4

Lessor: Madonna Gay, a single woman, heir of Walter R. Gay and Mildred Gay, Deceased
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: October 30, 2013
 Recorded: Reception No. 858513
 Description: Township 3 South, Range 53 West
 Section 23: SW/4
 Section 24: N/2
 Section 25: W/2
 Section 26: NW/4

Lessor: Ronald D. Garrett, a single man, heir of Walter R. Gay and Mildred Gay, Deceased
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: October 31, 2013
 Recorded: Reception No. 858512
 Description: Township 3 South, Range 53 West
 Section 23: SW/4
 Section 24: N/2
 Section 25: W/2
 Section 26: NW/4

Lessor: Donald G. Silverstar a/k/a Donald Gene Silverstar, a married man dealing in his sole and separate property, heir of Walter R. Gay and Mildred Gay, Deceased
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: November 25, 2013
 Recorded: Reception No. 858697
 Description: Township 3 South, Range 53 West
 Section 23: SW/4
 Section 24: N/2

Section 25: W/2
Section 26: NW/4

Lessor: Debra L. Gorres a/k/a Debra Lynn Gorres, a single woman, heir of Walter R. Gay and Mildred Gay, Deceased
Lessee: Dennis A. Oliver & Associates, Inc.
Date: October 28, 2013
Recorded: Reception No. 858514
Description: Township 3 South, Range 53 West
Section 23: SW/4
Section 24: N/2
Section 25: W/2
Section 26: NW/4

Lessor: Janelle K. Jones, formerly known as Janelle K. Eckley, a single woman, heir of Walter R. Gay and Mildred Gay, Deceased
Lessee: Dennis A. Oliver & Associates, Inc.
Date: October 25, 2013
Recorded: Reception No. 858439
Description: Township 3 South, Range 53 West
Section 23: SW/4
Section 24: N/2
Section 25: W/2
Section 26: NW/4

Lessor: Chemco, Inc., a Colorado corporation
Lessee: Dennis A. Oliver & Associates, Inc.
Date: October 22, 2013
Recorded: Reception No. 858440
Description: Township 3 South, Range 53 West
Section 23: SW/4
Section 25: W/2

Lessor: Wells Fargo Bank, N.A., as Agent for Roderick T. Webb
Lessee: Grand Mesa Operating Company
Date: December 11, 2013
Recorded: Memorandum Giving Notice of Oil and Gas Lease recorded at Reception No. 858440
Description: Township 3 South, Range 53 West
Section 25: W/2

Lessor: Wells Fargo Bank, N.A., as Trustee of the Ruth J. Webb Trust Agreement dated June 26, 1967 as amended F/B/O Jackson S. Webb
 Lessee: Grand Mesa Operating Company
 Date: December 11, 2013
 Recorded: Memorandum Giving Notice of Oil and Gas Lease recorded at Reception No. 858875
 Description: Township 3 South, Range 53 West
 Section 25: W/2

Lessor: Gary L. Brandt, dealing in his sole and separate property
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: December 10, 2013
 Recorded: Reception No. 858694
 Description: Township 3 South, Range 53 West
 Section 24: N/2
 Section 25: W/2
 Section 26: NW/4

Lessor: Dennis L. Herzberg and Sandra J. Herzberg, husband and wife as joint tenants
 Lessee: Dennis A. Oliver & Associates, Inc.
 Date: November 1, 2013
 Recorded: Reception No. 858511
 Description: Township 3 South, Range 53 West
 Section 25: W/2, Less and Except a tract of land located in the Northwest corner of the NW/4, more particularly described in that certain Warranty Deed at Book 976, Page 478

WHEREAS, the above-captioned leases grant the right, power and privilege to the Lessee or its assigns to pool or combine the acreage set out in said leases so as to form an oil production unit which in Lessee's judgment is necessary or advisable in order to properly develop and operate the premises; and

WHEREAS, the undersigned desire to pool the Oil and Gas Leases described above so as to form a separate operating unit for the production of oil.

NOW, THEREFORE, in consideration of the mutual benefits to be derived herefrom, the undersigned hereby exercise the privileges and options granted in the Oil and Gas Leases and do hereby pool such Oil and Gas Leases so as to form a separate operating unit for the production of oil as follows:

Township 3 South, Range 53 West

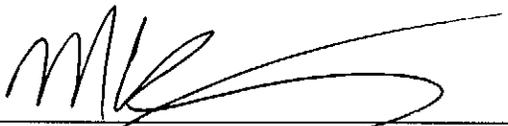
Section 26: Beginning at a point 614' FNL and 200' FEL, thence North 600' to the point of beginning. Thence East 600', thence South 1,200', thence West 1,200', thence North 1,200', thence East 600' to the point of beginning,

containing thirty-three (33) acres, more or less. The undersigned do hereby give public notice of such pooling.

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 23rd day of January, 2014.

OPERATOR:

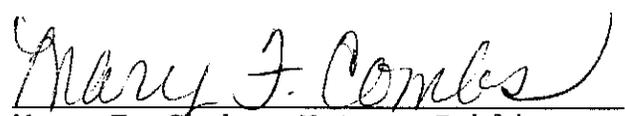
GRAND MESA OPERATING COMPANY

By: 
Michael J. Reilly
President

STATE OF KANSAS)
) SS
COUNTY OF SEDGWICK)

The foregoing instrument was acknowledged before me this 23rd day of January, 2014, by Michael J. Reilly, President of Grand Mesa Operating Company, for the corporation.

My Commission Expires:
September 16, 2017


Mary F. Combs, Notary Public
8515 S. West Street (1701)
Haysville, KS 67060

