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Steve Moreno - Clerk and Recorder, Weld County, CO

MEMORANDUM OF AGREEMENT

Pursuant to the terms of that certain unrecorded Surface Use and Damage Agreement dated 1st day of April, 2014, between the undersigned, and subject to the conditions set forth therein, Great Western Operating Company, LLC, ("Great Western") with an address at 1801 Broadway, Suite 500, Denver, CO 80202 and BSC Hudson, LLC ("Surface Owner") with an address at PO Box 1075, Hudson, CO 80642 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:

SW/4 of Section 1, Township 1 North, Range 65 West, 6th P.M.
County of Weld, State of Colorado

It is agreed and understood that the location of the above referenced wells will be outside of the Colorado Oil and Gas Conservation Commission ("COGCC") designated drilling windows as set forth in Rule 318A.a. Said designated drilling windows are generally defined as the center of any governmental quarter section or quarter-quarter section.

It is further agreed and understood that the above referenced wells will not be "twinned" as required by COGCC Rule 318A.c. Pursuant to Rule 318A.c(2), we will locate the wells on the agreed upon location as depicted in the Surface Use and Damage Agreement.

This Memorandum of Agreement is executed by Surface Owner and Great Western and placed of record in Weld County, Colorado for the purpose of placing all persons on notice of the existence of the Surface Use and 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 1st day of April, 2014.

BSC HUDSON, LLC, a Colorado limited liability company

By: John M. Birmingham
John M. Birmingham, Manager

GREAT WESTERN OPERATING COMPANY, LLC, a Colorado limited liability company

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

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 8th day of April 2014 by Steve R. Stacy, Sr. Vice President Land for Great Western Operating Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.
My commission expires: 6/11/2018

Janet C. Willson
Notary Public

JANET C WILLSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID # 20024018949
MY COMMISSION EXPIRES JUNE 11, 2018

STATE OF COLORADO)
) ss.
COUNTY OF WELD)

The foregoing instrument was acknowledged before me this 1st day of April, 2014 by John M. Birmingham, Manager of BSC Hudson, LLC, a Colorado limited liability company.

Witness my hand and official seal.
My commission expires: 7/11/17

Notary Public

Katl J Huber
Notary Public
State of Colorado
Notary ID 20134042912
My Commission Expires July 11, 2017

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