

MEMORANDUM OF SURFACE USE AGREEMENT

WHEREAS on the 14th day of April, 2014, Wayne Ledford ("Owner"), whose address is 6104 S. Tidwell Road, Carlsbad, NM 88220, hereinafter referred to as "Owner" entered into a Surface Use Agreement (hereinafter the "Agreement") with PDC Energy, Inc., whose address is 1775 Sherman Street, Suite 3000, Denver, Colorado 80203, hereinafter referred to as "Operator," covering and affecting property with the legal description identified as the following ("Property"):

Township 5 North, Range 64 West, 6th P.M. Section 22: E/2SE/4

WHEREAS said Agreement provides for, among other things, the right to enter upon and use the Owner's Property for the purpose of erecting and maintaining well site locations and to perform other services as Operator and other functions described in the Agreement, and it also sets forth payment of specific amounts to cover damages resulting thereto. The Agreement, with all of its terms, conditions, covenants and other provisions, is referred to and incorporated into this Memorandum for all purposes.

NOW THEREFORE this Memorandum is placed of record for the purpose of giving notice of the Surface Use Agreement. Any person having the lawful right or legitimate interest therein may examine a copy of the Surface Use Agreement in PDC Energy, Inc.'s office during normal business hours.

IN WITNESS WHEREOF, the parties hereto have executed this instrument this 14th day of April, 2014.

Owner:

[Handwritten signature of Wayne Ledford]

Name: Wayne Ledford Title: Owner

Operator:

PDC ENERGY, INC.

[Handwritten signature of Edward R. Koeniger, III]

Edward R. Koeniger, III Land Manager - Western U.S.

STATE OF New Mexico ) COUNTY OF Eddy )

This instrument was acknowledged before me this 14th day of April, 2014, by Wayne Ledford.

WITNESS MY HAND AND OFFICIAL SEAL.

[Handwritten signature of Mary Ann Walker] Notary Public

My commission expires: 02/19/15

STATE OF COLORADO ) COUNTY OF DENVER )

This instrument was acknowledged before me this 28th day of April, 2014, by

Edward R. Koeniger, III, Land Manager - Western U.S.

WITNESS MY HAND AND OFFICIAL SEAL.

[Handwritten signature of Kristie Ann Money] Notary Public

My commission expires: 5/16/2017

KRISTIE ANN MONEY NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20134031387 My Commission Expires May 16, 2017