



MEMORANDUM OF SURFACE USE AGREEMENTS

WHEREAS, Black Raven Energy, Inc., hereinafter called "Operator", is a party to certain Surface Use Agreement with Joan Powell and Charles Powell, her husband, hereinafter called "Owner" covering the following described lands, hereinafter called "Lands", to wit:

Township 9 North, Range 46 West, 6th P.M.
Section 2: W/2 and SE/4
Sedgwick County, CO.

WHEREAS, the Owner has granted Operator a private, non-exclusive right to enter upon and use the Lands of Owner, for the purpose of entering onto and conduct surveying, drilling, completion, construction of pipelines, production operations, reworking operations and all additional operations associated therewith on Owners Lands, all in accordance with the terms of the Agreement.

THEREFORE, this Memorandum of Surface Use Agreement is executed by Operator and placed of record in the County in which the Lands are located for the purpose of placing all persons on notice of the existence of the Surface Use Agreement.

This Memorandum of Surface Use Agreement is signed by Owner and Operator as of the date acknowledged below, and is effective for all intent and purposes.

OWNER(S):

OPERATOR: **Black Raven Energy, Inc.**

Joan Powell
Joan Powell
Charles Powell
Charles Powell

Billy R. Hataway
Billy R. Hataway, Director of Operations



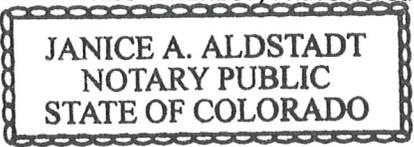
STATE OF Colorado §
COUNTY OF Sedgwick §

The foregoing instrument was acknowledged before me this 25th day of May, 2011, by Joan Powell and Charles Powell, her husband.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal.
Terry DeBane
My Commission Expires: 7-7-2012

STATE OF COLORADO §
PHILIPS § CP
COUNTY OF DENVER §

The foregoing instrument was acknowledged before me this 10th day of June, 2011, by Billy R. Hataway, Director of Operations of Black Raven Energy, Inc. a Nevada corporation, on behalf of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal.

My Commission Expires July 28, 2013
Janice A. Aldstadt
Janice A. Aldstadt, Notary Public
My Commission Expires: July 28, 2013