

# MEMORANDUM OF SURFACE USE AGREEMENT

THIS MEMORANDUM OF SURFACE USE AGREEMENT, is made this 21 day of June, 2013, and provides notice of a Surface Use Agreement ("Agreement") dated June 21, 2013, by and between Fred H. Poss and Joie A. Poss, husband and wife, individually and as joint tenants, whose address is 39145 County Road 28, Hugo, CO 80821 ("Owner") and CASCADE PETROLEUM LLC, whose address is 1331 Seventeenth Street, Suite 400, Denver, CO 80202 ("Company").

Under the provisions of the Agreement, Owner has granted to Company a non-exclusive right of access on and across the Lands and a non-exclusive right to use the surface and subsurface to explore, develop, produce, transport, and market oil, gas, and associated hydrocarbons from the following described lands (the "Lands") located in Lincoln County, Colorado:

See Exhibit "A" attached hereto and by this reference made a part hereof

The Agreement grants Company the right to construct or install well pads, oil and gas flow lines, pipelines, gathering lines, telecommunication lines, electric lines, water lines, roads, compressors, processing facilities, tank batteries, and central facilities on the Lands, all of which may be utilized in connection with Company's operations on the Lands, as well as operations on other lands in which Company owns an oil and gas leasehold interest, subject to the terms of the Agreement.

The Agreement shall continue in full force and effect until Company's oil and gas leasehold estate covering the Lands (or other lands, to the extent the Lands are used in connection with Company's operations on such other lands pursuant to the terms of the Agreement) expires or terminates, Company ceases operations on the Lands (or other lands, to the extent the Lands are used in connection with Company's operations on such other lands pursuant to the terms of the Agreement) under the terms of the Agreement, or Company has plugged and abandoned any well(s) and conducted all required reclamation, whichever is later.

This Memorandum is executed by Owner and Company and recorded in Lincoln County, Colorado to serve as notice of the existence of the Agreement. The parties acknowledge they are bound by all the terms and conditions of the Agreement and that the Agreement binds and inures to the benefit of Owner and Company and their respective heirs, personal representatives, successors and assigns.

Owner shall provide a copy of this Agreement to any potential purchaser or transferee prior to the sale or transfer of all or any portion of the Lands.

## OWNER

Fred H. Poss  
Fred H. Poss  
Joie A. Poss  
Joie A. Poss

## COMPANY

CASCADE PETROLEUM LLC

By: J. D. Dean  
Its: JASON D. DEAN  
VICE PRESIDENT, LAND

ACKNOWLEDGEMENTS

STATE OF COLORADO )  
COUNTY OF Lincoln ) ss

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of June, 2013, by Fred H. Poss and Jole A. Poss, individually and as joint tenants.

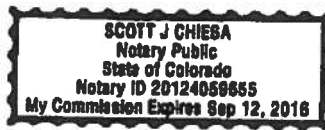
WITNESS my hand and official seal.

My commission expires:

Sept. 12, 2016

Scott J. Chiesa  
Notary Public

STATE OF COLORADO )  
COUNTY OF DENVER ) ss

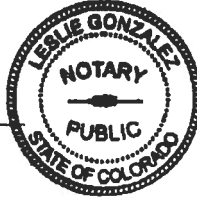


The foregoing instrument was acknowledged before me this 10 day of July, 2013, before me, personally appeared SAVAN D. DEAN as VICE PRESIDENT of CASCADE PETROLEUM LLC, a Delaware limited liability company, on behalf of such company.

WITNESS my hand and official seal.

My Commission Expires:

3.15.2016



Leslie Gonzalez  
Notary Public

Document No.: \_\_\_\_\_

**Exhibit "A"**

This Exhibit "A" is attached to and made a part of that certain Memorandum of Surface Use Agreement Dated June 21, 2013 by and between Fred H. Poss and Joie A. Poss, husband and wife, individually and as joint tenants where applicable, hereinafter referred to as "Owner" (whether one or more), and Cascade Petroleum LLC, a Delaware Limited Liability Company, hereinafter referred to as "Company".

**Description of the Lands covered by this Surface Use Agreement:**

**Township 10 South, Range 56 West, 6<sup>th</sup> P.M.**

Section 30: E2, Less 4 Acres in the NENE more particularly described in Book 227, Page 50, and Book 353, Page 772, recorded in Lincoln County, Colorado records

**Township 11 South, Range 54 West, 6<sup>th</sup> P.M.**

Section 19: ALL

Section 29: ALL, Less a Tract more particularly described in Book 24, Page 340, and Book 181, Page 418, recorded in Lincoln County, Colorado records

Section 30: E2, Less a Tract more particularly described in Book 227, Page 446, and Book 250, Page 345, recorded in Lincoln County, Colorado records

Section 31: ALL

**Township 11 South, Range 55 West, 6<sup>th</sup> P.M.**

Section 9: ALL

Section 13: ALL

Section 14: W2, SE, S2NE, NWNE

Section 15: ALL, Less 22.35 Acres in the SESE more particularly described in Book 299, Page 579, recorded in Lincoln County, Colorado records

Section 22: N2


Section 23: ALL


Section 24: ALL

Section 28: S2

**Township 12 South, Range 54 West, 6<sup>th</sup> P.M.**

Section 6: ALL

  
\_\_\_\_\_  
Fred H. Poss

  
\_\_\_\_\_  
Joie A. Poss

SP J.P.  
NTR