

RAFTOPOULOS LAND CO. LLC

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December 10, 2014

Southwestern Energy
Attention: Roger Richmond
390 Yampa Avenue
Craig CO 81625

Re: Surface Use Agreement Dated May 1, 2012
Steve Raftopoulos & John Raftopoulos, Owners
Axia Energy, LLC, Operator

Waiver & Consent

Raftopoulos Land Co. LLC, successor-in-interest to the Owners identified in the above referenced Surface Use Agreement [SUA], waives the provision of Section 1.1.1 of the SUA limiting drilling pad size [5 acres or less] and consents to Southwestern Energy, successor to Axia Energy, constructing a drilling pad of no more than 6.3 acres for initial drilling of the Raftopoulos 8-94 #1-27(H) well. All provisions of the SUA not expressly waived by this "Waiver & Consent" remain unamended and for the benefit of the parties.

ACCEPTED:

SOUTHWESTERN ENERGY

By: Roger Richmond

Title: Land Manager

RAFTOPOULOS LAND CO. LLC

By: Steve G Raftopoulos

Steve G Raftopoulos, Manager