

K.P. KAUFFMAN COMPANY, INC.
1675 Broadway, Suite 2800
Denver, Colorado 80202

LETTER-IN-LIEU OF TRANSFER ORDER

August 20, 2015

Anadarko Petroleum Corporation
1099 18th St, Suite 1800
Denver, CO 80202

To whom it may concern;

Effective July 1, 2015 FOUNDATION ENERGY FUND I, LLC, (hereinafter referred to as "Foundation") conveyed its right, title and interest in the properties and wells listed on the attached Exhibit "A" (hereinafter referred to as the "Conveyed Properties") to K.P. KAUFFMAN COMPANY, INC. (hereinafter referred to as "KPK").

The assignments of this transfer of ownership to the Conveyed Properties as listed in Exhibit "A" (attached) have been sent for recording in the appropriate counties and recorded copies will be furnished to you when available. It is our understanding that your company makes payment of revenues or is an operator and sends Joint Interest Billings from the Conveyed Properties to Foundation. The undersigned request that you accept this "Letter-In-Lieu of Transfer Order" and change your records to reflect payments and billings be made to:

K.P. KAUFFMAN COMPANY, INC.
1675 BROADWAY, SUITE 2800
DENVER, COLORADO 80202

It is requested that you DO NOT PLACE ANY OF THE INTEREST IN SUSPENSE as adjustments between the parties hereto will be made accordingly. Should you have any questions or need additional information, please contact Susana Lara-Mesa (303) 825-4822, via e-mail at slaramesa@kpk.com or by written correspondence to 1675 Broadway, Suite 2800, Denver, Colorado 80202.

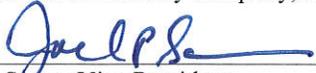
Please acknowledge your receipt and acceptance of this Letter-In-Lieu of Transfer Order by signing and returning one copy of this letter to KPK at the Denver office address above. Thank you for your cooperation.

K.P. KAUFFMAN COMPANY, INC.
a California corporation

By: 
Jeffrey V. Kauffman, COO

FOUNDATION ENERGY FUND I, LLC,
a Delaware limited liability company

By: FOUNDATION ENERGY MANAGEMENT, LLC,
a Texas limited liability company, its Manager

By: 
Joel P. Souer, Vice President

LETTER-IN-LIEU OF TRANSFER ORDER

FOUNDATION ENERGY FUND I, LLC ("Seller"),
K.P. KAUFFMAN COMPANY, INC. ("Buyer")

The company to which this letter is addressed has made the requested changes in its records for revenues
effective _____, 201_.

By: _____

Date: _____

Printed Name: _____

Title: _____

Telephone Number: _____

EXHIBIT A

Gas processing agreement by and between Anadarko Petroleum Corporation "Processor" and
Foundation Energy Management, LLC "Seller"

| Well Name | Section | Township | Range | County | State | API No. |
|-------------------------|----------------|-----------------|--------------|---------------|--------------|----------------|
| BECKY 1 SN | 006 | 001N | 068W | WELD | CO | 05-123-09813 |
| BECKY 5-6 SXSXN | 006 | 001N | 068W | WELD | CO | 05-123-09814 |
| COSSLETT 1 SXSXN | 002 | 001N | 068W | WELD | CO | 05-123-07615 |
| COSSLETT 2 SXSXN | 002 | 001N | 068W | WELD | CO | 05-123-09303 |
| DACONO 1 SXSXN | 001 | 001N | 068W | WELD | CO | 05-123-09032 |
| DACONO 2 SXSXN | 001 | 001N | 068W | WELD | CO | 05-123-09033 |
| DACONO 3 SXSXN | 001 | 001N | 068W | WELD | CO | 05-123-09034 |
| DECHANT STATE 1 C (WBO) | 016 | 002N | 067W | WELD | CO | 05-123-07730 |
| DECHANT STATE 2 SXSXN | 016 | 002N | 067W | WELD | CO | 05-123-07749 |
| DECHANT STATE 3 SXSXN | 016 | 002N | 067W | WELD | CO | 05-123-07997 |
| DECHANT STATE 4 SN | 016 | 002N | 067W | WELD | CO | 05-123-07998 |
| DECHANT STATE 5 SXSXN | 016 | 002N | 067W | WELD | CO | 05-123-09129 |
| DECHANT STATE 6 SXSXN | 016 | 002N | 067W | WELD | CO | 05-123-09316 |
| DECHANT STATE 7 SN | 016 | 002N | 067W | WELD | CO | 05-123-08854 |
| FREDERICK 1 SXSXN | 024 | 002N | 068W | WELD | CO | 05-123-08506 |
| FREDERICK 4 SXSXN | 024 | 002N | 068W | WELD | CO | 05-123-09243 |
| JILLSON 'A' 1 SXSXN | 021 | 002N | 068W | WELD | CO | 05-123-08777 |
| JILLSON 'A' 2 SXSXN | 021 | 002N | 068W | WELD | CO | 05-123-09069 |
| JILLSON 'A' 3 SXSXN | 021 | 002N | 068W | WELD | CO | 05-123-09551 |
| JILLSON 'A' 4 SXSXN | 021 | 002N | 068W | WELD | CO | 05-123-10522 |
| MILLARD 43-30 SX | 030 | 002N | 066W | WELD | CO | 05-123-14594 |
| PACE CONNELLY 1 SXSXN | 026 | 002N | 068W | WELD | CO | 05-123-09311 |
| PACE CONNELLY 2 SXSXN | 026 | 002N | 068W | WELD | CO | 05-123-09230 |
| PACE CONNELLY 5 SXSXN | 026 | 002N | 068W | WELD | CO | 05-123-09312 |
| TANG 1 SX | 023 | 001N | 067W | WELD | CO | 05-123-09559 |
| WALSH 2 SXSXN | 024 | 002N | 068W | WELD | CO | 05-123-08505 |
| WALSH 3 SXSXN | 024 | 002N | 068W | WELD | CO | 05-123-07518 |
| WALSH 4 SXSXN | 024 | 002N | 068W | WELD | CO | 05-123-09241 |
| WALSH 5 SXSXN | 024 | 002N | 068W | WELD | CO | 05-123-09595 |