

April 28, 2016

Prosperity Bank Trust Department
Attn: Dayla Merritt
1401 Avenue Q
Lubbock, Texas 79401

Re: Pooling Agreement
Township 6 South, Range 52 West
Section 3: S/2 SW/4
Section 10: N/2 NW/4
Lincoln County, CO

Reference is made to that Oil and Gas Lease dated April 28, 2016, by and between Prosperity Bank, as Trustee of the E. Hayes Sieber Trust, as Lessor, and GADECO, LLC, as Lessee, recorded in Reception Number 347091, Official Public Records of Lincoln County, Colorado ("Lease"); and in consideration of the mutual benefits to be derived from the Lease, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby agree to the following:

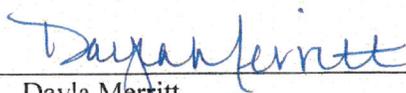
1. Notwithstanding the provisions and limitations of the Lease or anything contrary therein, Lessor agrees and consents to allow Lessee to pool the Lease with other lands to form a pooled unit designated as the Grynberg Unit, such unit consisting of 160 acres described in Exhibit "A" and depicted by plat in Exhibit "B" attached hereto. (the "Pooled Unit").
2. Such Pooled Unit will be considered the "proration unit" for the purposes of defining "proration unit" under the terms of the Lease.
3. Lessee agree to spud at least one (1) well within the Pooled Unit on or before the expiration of the Primary Term of the Lease.
4. This consent is limited to the above referenced Pooled Unit, and it is agreed that Lessee shall not amend or modify the acreage included in the Pooled Unit from that described herein, without first obtaining the written consent of undersigned Lessee, or its successor or assigns.

This Agreement shall extend to and be binding upon Lessor and Lessee, their respective heirs, legal representatives, successors and assigns.

IN WITNESS WHEREOF, this agreement is effective as of the 28th day of April, 2016.

LESSOR
PROSPERITY BANK, Lubbock, Texas, as Trustee of the

E. Hayes Sieber Trust

By: 
Dayla Merritt
Senior Vice President

LESSEE
GADECO, LLC

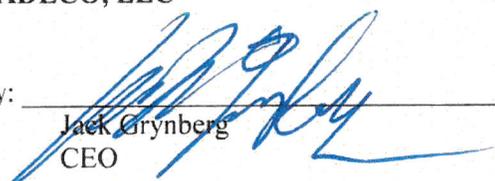
By: 
Jack Grynberg
CEO

Exhibit A

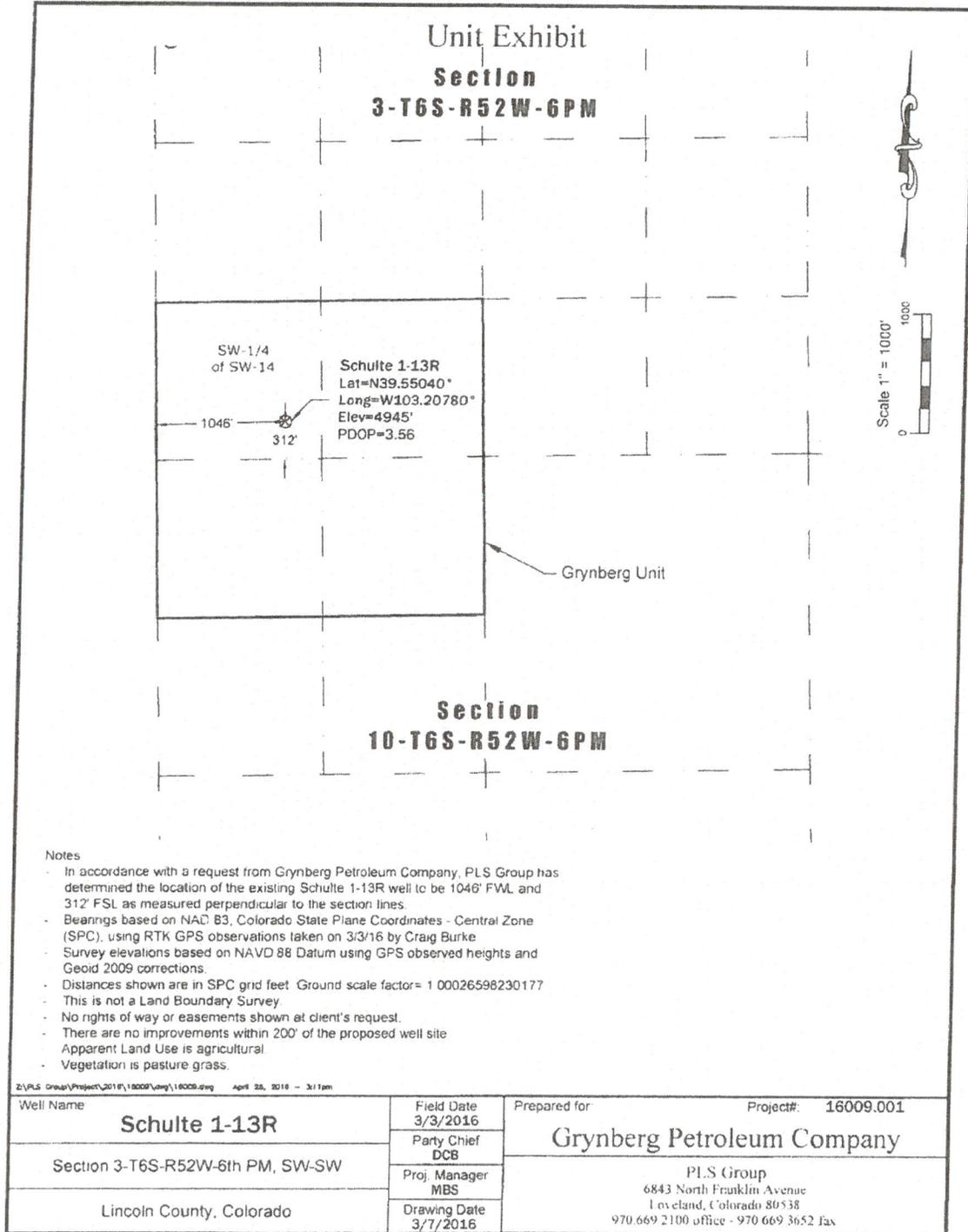
The Pooled Unit consists of the following lands:

Township 6 South, Range 52 West

Section 3: S/2 of SW/4

Section 10: N/2 of NW/4

Exhibit B



Notes

- In accordance with a request from Grynberg Petroleum Company, PLS Group has determined the location of the existing Schulte 1-13R well to be 1046' FWL and 312' FSL as measured perpendicular to the section lines.
- Bearings based on NAD 83, Colorado State Plane Coordinates - Central Zone (SPC), using RTK GPS observations taken on 3/3/16 by Craig Burke
- Survey elevations based on NAVD 88 Datum using GPS observed heights and Geoid 2009 corrections.
- Distances shown are in SPC grid feet. Ground scale factor= 1.00026598230177
- This is not a Land Boundary Survey.
- No rights of way or easements shown at client's request.
- There are no improvements within 200' of the proposed well site.
- Apparent Land Use is agricultural.
- Vegetation is pasture grass.

Z:\PLS Group\Project\2016\16009\Sub\16009.dwg April 26, 2016 - 3:11pm

Well Name	Schulte 1-13R	Field Date 3/3/2016	Prepared for	Project#: 16009.001
		Party Chief DCB	Grynberg Petroleum Company	
		Proj. Manager MBS		
		Drawing Date 3/7/2016		
Section	Section 3-T6S-R52W-6th PM, SW-SW		PLS Group 6843 North Franklin Avenue Loveland, Colorado 80538 970.669.2100 office - 970.669.3652 fax	
Location	Lincoln County, Colorado			