

## ASSIGNMENT AND BILL OF SALE

STATE OF COLORADO                   §  
   §       KNOW ALL MEN BY THESE PRESENTS:  
COUNTY OF WELD                   §

## ASSIGNMENT AND BILL OF SALE

THIS ASSIGNMENT AND BILL OF SALE (this “*Assignment*”), dated effective as of 7:00 A.M. (Mountain Time) on June 1, 2017 (the “*Effective Time*”), is by and among WEP Operating CO, LLC, a Delaware limited liability company (“*WEP*” or “*Assignors’ Agent*”), Ward Petroleum Corporation, an Oklahoma corporation (“*WPC*”), Apple Rock, Inc., an Oklahoma corporation (“*Apple Rock*”), GCT, Inc., an Oklahoma corporation (“*GCT*”), Jordan Revielle, an individual resident in the State of Colorado (“*Revielle*”), and Catamount Resources, LLC, an Oklahoma limited liability company (“*Catamount*” and collectively with WEP, WPC, Apple Rock, GCT, Revielle and Catamount, “*Assignors*” and individually, each an “*Assignor*”), on the one hand, and Fifth Creek Energy Operating Company, LLC, a Delaware limited liability company (“*Assignee*”), whose mailing address is 5251 DTC Parkway, Suite 420, Greenwood Village, Colorado 80111 (“*Assignee*”), on the other hand. Assignors and Assignee are each, individually, referred to herein as a “*Party*” and, collectively, as the “*Parties*”.



EXECUTED by Assignors and Assignee on the dates reflected in the acknowledgements of execution, but effective for all purposes as of the Effective Time.

ASSIGNOR:

WEP OPERATING CO, LLC

By:   
Name: Jay E. Buckley  
Title: Vice President Land

STATE OF Oklahoma §  
§  
COUNTY OF Oklahoma §

The foregoing instrument was acknowledged before me this 17 day of July, 2017, by Jay E. Buckley, Vice President Land of WEP Operating CO, LLC, a Delaware limited liability company, on behalf of the limited liability company.

Given under my hand and seal this 17 day of July, 2017.



  
Notary Public, State of Oklahoma

ASSIGNOR:

WARD PETROLEUM CORPORATION

By:

Name: Jay E. Buckley

Title: Vice President Land

STATE OF Oklahoma §  
COUNTY OF Oklahoma §

The foregoing instrument was acknowledged before me this 17 day of July, 2017, by Jay E. Buckley, Vice President Land of Ward Petroleum Corporation, an Oklahoma corporation, on behalf of the corporation.

Given under my hand and seal this 17 day of July, 2017.



Leslie Freeman  
Notary Public, State of

ASSIGNOR:

APPLE ROCK, INC.

By:

Name:

Title:

T. Michael Cocheres

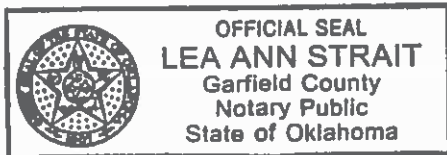
T. Michael Cocheres

President

STATE OF Oklahoma  
COUNTY OF Garfield

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of July, 2017, by T. Michael Cocheres, President of Apple Rock, Inc., an Oklahoma corporation, on behalf of the corporation.

Given under my hand and seal this 17<sup>th</sup> day of July, 2017.



Rec C Donald

Notary Public, State of

OK Comm #03000676

My Comm Exp 2-11-2019

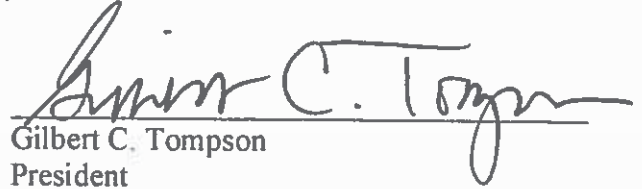
ASSIGNOR:

GCT, INC.

By:

Name: Gilbert C. Thompson

Title: President




STATE OF Oklahoma §  
§  
COUNTY OF Oklahoma §

The foregoing instrument was acknowledged before me this 17 day of July, 2017, by Gilbert C. Thompson, President of GCT, Inc., an Oklahoma corporation, on behalf of the corporation.

Given under my hand and seal this 17 day of July, 2017.



  
Notary Public, State of Oklahoma

ASSIGNOR:

Jordan Revielle  
Name: Jordan Revielle

STATE OF Colorado §  
COUNTY OF San Juan §

The foregoing instrument was acknowledged before me this 17 day of July, 2017, by Jordan Revielle.

Given under my hand and seal this 17 day of July 2017.

JILL FRALEY  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20114060573  
MY COMMISSION EXPIRES SEPTEMBER 21, 2019

Jill Fraley  
Notary Public, State of Colorado

JILL FRALEY  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20114060573  
MY COMMISSION EXPIRES SEPTEMBER 21, 2019

ASSIGNOR:

CATAMOUNT RESOURCES, LLC

By:   
Name: Drew C. Deaton  
Title: President

STATE OF Oklahoma §  
§  
COUNTY OF Oklahoma §

The foregoing instrument was acknowledged before me this 14 day of July, 2017, by Drew C. Deaton, President of Catamount Resources, LLC, an Oklahoma limited liability company, on behalf of the limited liability company.

Given under my hand and seal this 14 day of July, 2017.



  
Notary Public, State of Oklahoma

**ASSIGNEE:**

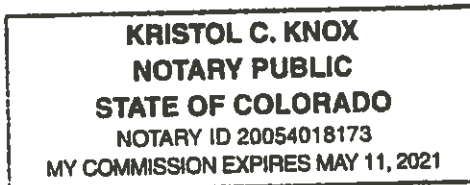
**FIFTH CREEK ENERGY OPERATING  
COMPANY, LLC**

By:   
Name: Patrick A. Graham  
Title: Chief Operating Officer

STATE OF Colorado §  
§  
COUNTY OF Arapahoe §

The foregoing instrument was acknowledged before me this 19th day of July, 2017, by Patrick A. Graham, Chief Operating Officer of Fifth Creek Energy Operating Company, LLC, a Delaware limited liability company, on behalf of the limited liability company.

Given under my hand and seal this 19th day of July, 2017.



  
Notary Public, State of



Exhibit A - Leases

Attached to and made a part of that certain Assignment and Bill of Sale dated effective June 1, 2017, by and among Fifth Creek Energy Operating Company, LLC, "BUYER" and WEP Operating Co., LLC, Ward Petroleum Corporation et al, as "SELLERS"

Agreement Number	Lessor	Lessee	Sec	TWN	RNG	State	County	Agreement Date	Recording
L002836000	UNION PACIFIC LAND RESOURCES CORPORATION, A CORPORATION	COLORADO ENERGY MINERALS INC. A CORPORATION	023	010N	064W	COLORADO	WELD	11/15/1996	2534115
L002837000	BUREAU OF LAND MANAGEMENT COC 51609	JORDAN OIL & GAS COMPANY	014	010N	064W	COLORADO	WELD	09/19/1990	
L002838000	STATE OF COLORADO (LEASE #2330.12)	WARD PETROLEUM CORPORATION	016	010N	064W	COLORADO	WELD	08/16/2012	3877826
L002839000	STATE OF COLORADO (LEASE #2331.12)	WARD PETROLEUM CORPORATION	024	010N	064W	COLORADO	WELD	08/16/2012	3877827
L002840000	STATE OF COLORADO (LEASE #2577.13)	WARD PETROLEUM CORPORATION	010	010N	064W	COLORADO	WELD	05/16/2013	3945790
L002841000	JOAN F ANDERSON INDIVIDUALLY AND AS TRUSTEE	WARD PETROLEUM CORPORATION	008, 010, 017	010N	064W	COLORADO	WELD	03/13/2015	4099948
L009579000	MARY LOUISE KANODE	COLORADO MINERALS, INC. A DELAWARE CORPORATION	018	010N	064W	COLORADO	WELD	03/13/2015	4099948
L009867000	BUREAU OF LAND MANAGEMENT COC77324	MBGO ENERGY LLC	011	010N	064W	COLORADO	WELD	01/12/2009	3599806
L009868000	BUREAU OF LAND MANAGEMENT COC77327	MBGO ENERGY LLC	001	010N	064W	COLORADO	WELD	01/01/2016	
L009869000	BUREAU OF LAND MANAGEMENT COC77325	MBGO ENERGY LLC	013	010N	064W	COLORADO	WELD	01/01/2016	
			003	010N	064W	COLORADO	WELD	01/01/2016	

Exhibit B - Wells

Attached to and made a part of that certain Assignment and Bill of Sale dated effective June 1, 2017, by and among Fifth Creek Energy Operating Company, LLC, "BUYER" and WEP Operating Co., LLC, Ward Petroleum Corporation et al, as "SELLERS"

Well Name	API Well No	Section	Township	Range	State	County	Operator Name	WIO
UPRC FEDERAL 23-1	05-123-19213	023	010N	064W	Colorado	Weld	WARD PETROLEUM CORPORATION	Ward Petroleum Corporation Catamount Resources LLC Jordan Revieille GCT, Inc. Apple Rock, Inc.
UPRC FEDERAL 23-3	05-123-19465	023	010N	064W	Colorado	Weld	WARD PETROLEUM CORPORATION	Ward Petroleum Corporation Catamount Resources LLC Jordan Revieille GCT, Inc. Apple Rock, Inc.
COLO ENER FEDERAL 14-2	05-123-19616	014	010N	064W	Colorado	Weld	WARD PETROLEUM CORPORATION	Ward Petroleum Corporation Catamount Resources LLC Jordan Revieille GCT, Inc. Apple Rock, Inc.
COLO ENER FED 14-3	05-123-19617	014	010N	064W	Colorado	Weld	WARD PETROLEUM CORPORATION	Ward Petroleum Corporation Catamount Resources LLC Jordan Revieille GCT, Inc. Apple Rock, Inc.
COLO ENER FED 14-4	05-123-19618	014	010N	064W	Colorado	Weld	WARD PETROLEUM CORPORATION	Ward Petroleum Corporation Catamount Resources LLC Jordan Revieille GCT, Inc. Apple Rock, Inc.
KANODE MARY 11-3	05-123-36881	011	010N	064W	Colorado	Weld	WARD PETROLEUM CORPORATION	Ward Petroleum Corporation Jordan Revieille Apple Rock, Inc.