

AMENDMENT TO AGREEMENT FOR RIGHT OF WAY, EASEMENT, SURFACE USE & ACCESS

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THIS AGREEMENT made and entered into this 1st day of March, 2018 (the "Amendment Date") by and between KOHLMAN'S O.K. LIMITED PARTNERSHIP, GREGORY RAY and JANET RAY, individually whose address is 21536 State Highway 14, Walden, Colorado 80480 (herein collectively called "Surface Owner") and SANDRIDGE EXPLORATION AND PRODUCTION, LLC, whose address is 123 Robert S. Kerr Avenue, Oklahoma City, Oklahoma 73102 ("Operator"). Operator and Surface Owner may be referred to herein individually as a "Party", or collectively as the "Parties."

WITNESSETH, that

WHEREAS, Surface Owner has previously entered into (i) that certain Agreement for Right-of-Way, Pipeline Easement and Surface Access dated January 2, 2008 with EOG Resources, Inc.; (ii) that certain Amendment of Agreement for Right-of-Way, Pipeline Easement and Surface Access dated August 15, 2013 with EE3 LLC; (iii) that certain Amended and Restated Agreement For Right of Way, Easement, Surface Use and Access dated May 1, 2016 with Operator; (iv) that certain Amendment to Agreement For Right of Way, Easement, Surface Use and Access dated July 16, 2017 with Operator; (v) that certain Amendment to Agreement For Right of Way, Easement, Surface Use and Access dated August 30, 2017; and (vi) that certain Amendment to Agreement For Right of Way, Easement, Surface Use and Access dated November 1, 2017 with Operator; (collectively the "Prior Agreement"); and

WHEREAS, Surface Owner owns the surface estate of those certain tracts of land more particularly described in the Prior Agreement ("Said Land") located in Jackson County, State of Colorado; and,

WHEREAS, Said Land is subject to (i) that certain Oil and Gas Lease dated July 10, 2006 by and between Kohlman's OK Limited Partnership and Contex Energy Company, recorded in Book 183, Page 43 of the Real Property Records of Jackson County, Colorado; and (ii) that certain Oil and Gas Lease dated May 2, 2008 by and between Kohlman's OK Limited Partnership and LoneTree Energy & Associates, LLC, recorded in Book 184, Page 190 of the Real Property Records of Jackson County, Colorado (collectively referred to as the "Leases"); and whereas, Operator has acquired the Leases previously owned by EOG Resources, Inc. and EE3 LLC; and,

WHEREAS, the Parties desire to amend the Prior Agreement, insofar and only insofar as set forth below.

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants and agreements of the Parties herein contained, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto agree to amend the Prior Agreement as follows:

"Agreement Recitals" shall be amended as follows:

In the opening recitals of the Prior Agreement (including the Amended and Restated Agreement for Right of Way, Easement, Surface Use and Access and all subsequent amendments thereto), all references to *"that certain Oil and Gas Lease dated May 28, 2008 by and between Kohlman's OK Limited Partnership and EOG Resources, Inc."* shall be amended to *"that certain Oil and Gas Lease dated May 2, 2008 by and between Kohlman's OK Limited Partnership and LoneTree Energy & Associates, LLC"*

"Paragraph 14 Disposal Wells" shall be amended as follows:

In this Paragraph 14 of the Prior Agreement, all references to **"water"** shall be amended to:

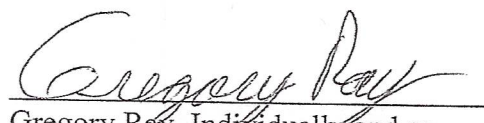
"produced water (including salt water and other water from oil and gas operations approved by COGCC)"

Except as otherwise expressly set forth hereinabove, all of the terms of the Prior Agreement (as amended) shall remain unchanged.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE SET THIER HANDS, THE DAY AND YEAR FIRST ABOVE WRITTEN.

SURFACE OWNER

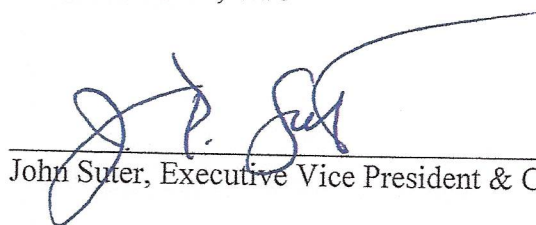
KOHLMAN'S O.K. LIMITED
PARTNERSHIP



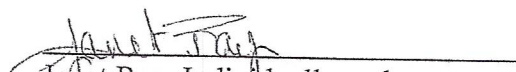
Gregory Ray, Individually and as
Managing Partner

OPERATOR

SANDRIDGE EXPLORATION AND
PRODUCTION, LLC



John Suter, Executive Vice President & COO **DCS**
AS



Janet Ray, Individually and as
Managing Partner