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09/06/2018 11:17:38 AM Jean Alberico

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MEMORANDUM OF SURFACE USE, ACCESS AND RIGHT-OF-WAY AGREEMENT

WHEREAS, effective the 15th day of August, 2018, Couey Family LLLP, hereinafter referred to as "Owner" and Laramie Energy, LLC, "Laramie" entered into that certain Surface Use, Access and Right-of-Way Agreement "Agreement" covering the lands described on Exhibit "A", attached hereto and by this reference made a part hereof located in Garfield County, Colorado which lands are hereinafter called the "Property"; and

WHEREAS, said Agreement contains all required provisions and agreements as to Laramie's use of the above described lands, six (6) oil and gas wellpads, existing and new roads, existing and new gathering lines, existing and new pipelines, and other existing and new oil and gas equipment and facilities for drilling and production of oil, gas, and other minerals located on or under the Property. The Agreement specially waives the 30-day notice requirement contained in Rule 305 and satisfies the consultation requirement contained in Rule 306 of the Rules and Regulations of the Colorado Oil and Gas Conservation Commission with respect to any and all wells drilled from the Property.

This Memorandum of Surface Use, Access and Right-of-Way Agreement is intended to give public notice of the Agreement by and between Owner, as the Surface Owner and Laramie, and may be relied upon by all parties.

IN WITNESS WHEREOF, said parties have caused this Memorandum of Surface Use, Access and Right-of-Way Agreement to be executed as of the date first hereinabove written.

SIGNATURES AND ACKNOWLEDGEMENTS ON NEXT PAGE



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OWNER:

COUEY FAMILY LLLP

W. Kelly Couey
W. Kelly Couey, General Partner

LARAMIE ENERGY, LLC:

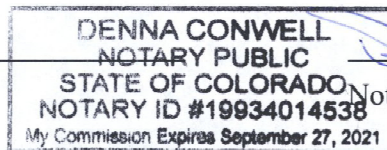
By: James G. Hohenstein
Name: James G. Hohenstein
Title: Vice President-Land

ACKNOWLEDGMENTS

STATE OF COLORADO)
) ss.
COUNTY OF GARFIELD)

The foregoing instrument was acknowledged before me this 15th day of August, 2018 by W. Kelly Couey, as General Partner of Couey Family, LLLP, on behalf of said company.

My commission expires:



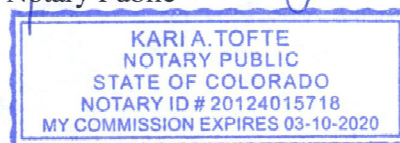
[Signature]
Notary Public

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 15th day of August, 2018 by James G. Hohenstein as Vice President-Land of Laramie Energy, LLC, on behalf of said company.

My commission expires: 3/10/2020

Karia Tofte
Notary Public





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EXHIBIT "A"

Attached to and made a part of that certain Memorandum of Surface Use, Access and Right-of Way Agreement dated effective August 15, 2018 by and between Couey Family LLLP ("Owner") and Laramie Energy, LLC ("Laramie").

The "Property Description"

Township 6 South, Range 97 West, 6th P.M.

Section 2: Lots 9, 10, 15-24, SW/4, S/2SE/4

Section 3: Lots 5, 12 and 13, SE/4

Section 10: All

Section 11: N/2

and the following described lands:

BASIS OF BEARINGS

THE BASIS OF BEARINGS FOR THIS DESCRIPTION IS THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SECTION 3, TOWNSHIP 6 SOUTH, RANGE 97 WEST, 6TH P.M., GARFIELD COUNTY, COLORADO, BEING MONUMENTED BY 1917 2¼ INCH GENERAL LAND OFFICE BRASS CAPS ON 1½ INCH IRON PIPES, AND BEARING NORTH 88°15'57" WEST, AND WITH ALL OTHER BEARINGS CONTAINED HEREIN RELATIVE THERETO.

PARCEL 1

BEING LOTS 6, 7, 8, 9, 10, 11, 14, 15, 16, & THE SOUTHWEST QUARTER (SW¼) OF SECTION 3 AND PORTIONS OF LOTS 12, 13, & THE EAST HALF (E½) OF THE SOUTHEAST QUARTER (SE¼) OF SECTION 4, ALL IN TOWNSHIP 6 SOUTH, RANGE 97 WEST, 6TH P.M., GARFIELD COUNTY, COLORADO, SAID TRACT ALSO BEING A PORTION OF THAT CERTAIN PARCEL OF LAND DESCRIBED AS AGREEMENT NUMBER 6810 AND AGREEMENT NUMBER 15053700 IN EXHIBIT A, PART 3, IN DEED OF CONVEYANCE AND ASSIGNMENT AND BILL OF SALE TO LARAMIE ENERGY, LLC RECORDED MARCH 7, 2016 AS RECEPTION NUMBER 874526, ON PAGE 90 & 93 OF 97, IN THE OFFICE OF THE COUNTY RECORDER IN SAID COUNTY; AND CORRECTED BY CORRECTIVE DEED OF CONVEYANCE AND ASSIGNMENT AND BILL OF SALE TO LARAMIE ENERGY, LLC RECORDED OCTOBER 6, 2017 AS RECEPTION NUMBER 898367 IN THE OFFICE OF THE COUNTY RECORDER IN SAID COUNTY, ALSO BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 3, BEING A 1917 2¼ INCH GENERAL LAND OFFICE (GLO) BRASS CAP ON A 1½ INCH IRON PIPE;
THENCE ALONG THE SOUTH LINE THEREOF, NORTH 88°15'57" WEST, 2639.44 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 3, BEING A 1917 3¼ INCH GLO BRASS CAP ON A 2½ INCH IRON PIPE;
THENCE ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 4, NORTH 88°10'51" WEST, 490.78 FEET TO SET MONUMENT, A 5/8 INCH REBAR WITH 1½ INCH ALUMINUM CAP "D R GRIFFIN LS 38109" (TYPICAL);
THENCE DEPARTING SAID LINE, NORTH 01°51'11" WEST, 441.86 FEET TO A SET MONUMENT;



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THENCE NORTH 23°56'03" EAST, 355.93 FEET TO A SET MONUMENT;
THENCE NORTH 16°12'38" EAST, 303.14 FEET TO A SET MONUMENT;
THENCE NORTH 28°31'47" EAST, 670.13 FEET TO A SET MONUMENT;
THENCE NORTH 26°50'23" WEST, 201.30 FEET TO A SET MONUMENT;
THENCE SOUTH 59°40'45" WEST, 318.38 FEET TO A SET MONUMENT;
THENCE NORTH 65°58'47" WEST, 343.83 FEET TO A SET MONUMENT;
THENCE NORTH 23°49'51" WEST, 373.03 FEET TO A SET MONUMENT;
THENCE NORTH 07°38'30" EAST, 625.38 FEET TO A SET MONUMENT;
THENCE NORTH 30°22'50" EAST, 359.54 FEET TO A SET MONUMENT;
THENCE NORTH 03°37'21" EAST, 519.26 FEET TO A SET MONUMENT;
THENCE NORTH 06°17'53" EAST, 364.52 FEET TO A SET MONUMENT ON THE SOUTH LINE OF LOT 12 IN SAID SECTION 4;
THENCE NORTH 01°42'51" EAST, 1317.07 FEET TO A SET MONUMENT ON THE NORTH LINE OF LOT 12 IN SAID SECTION 4;
THENCE ALONG SAID NORTH LINE, SOUTH 88°17'16" EAST, 564.35 FEET TO THE NORTHEAST CORNER OF SAID LOT 12 ON THE EAST LINE OF SAID SECTION 4, BEING A SET 2½ INCH ALUMINUM CAP, STAMPED "DRG PLS 38109";
THENCE ALONG SAID LINE, NORTH 01°41'53" EAST, 1899.79 FEET TO THE NORTHWEST CORNER OF SAID SECTION 3, BEING A SET 2½ INCH ALUMINUM CAP, STAMPED "DRG PLS 38109";
THENCE ALONG THE NORTH LINE THEREOF SOUTH 88°16'42" EAST, 1106.17 FEET TO THE SOUTH QUARTER CORNER OF SECTION 31, TOWNSHIP 5 SOUTH, RANGE 96 WEST, BEING A 1917 2¼ INCH GLO BRASS CAP ON A 1½ INCH IRON PIPE;
THENCE CONTINUING ALONG THE NORTH LINE OF SAID SECTION 3, SOUTH 88°18'07" EAST, 2646.37 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 31 BEING A 1917 3¼ INCH GLO BRASS CAP ON 2½ IRON PIPE;
THENCE CONTINUING ALONG THE NORTH LINE OF SAID SECTION 3, SOUTH 88°15'38" EAST, 196.57 FEET TO THE NORTHEAST CORNER OF LOT 6 IN SAID SECTION 3, BEING A SET 2½ INCH ALUMINUM CAP, STAMPED "E 1/16 DRG PLS 38109";
THENCE ALONG THE EAST LINE OF LOTS 6, 11, AND 14, IN SAID SECTION 3, SOUTH 01°37'34" WEST, 4539.21 FEET TO THE SOUTHEAST CORNER OF SAID LOT 14, BEING A SET 2½ INCH ALUMINUM CAP, STAMPED "CW 1/16 DRG PLS 38109";
THENCE ALONG THE SOUTH LINE THEREOF, NORTH 88°13'04" WEST, 1316.52 FEET TO THE SOUTHWEST CORNER OF SAID LOT 14, BEING A SET 2½ INCH ALUMINUM CAP, STAMPED "C ¼ DRG PLS 38109";
THENCE ALONG THE NORTH-SOUTH CENTER OF SECTION LINE OF SAID SECTION 3, SOUTH 01°38'36" WEST, 2638.19 FEET TO THE **POINT OF BEGINNING**.

THE ABOVE DESCRIBED **PARCEL 1** CONTAINING 637.049 ACRES MORE OR LESS.

PARCEL 2

BEING A PORTION OF THE EAST HALF (E½) OF SECTION 9, TOWNSHIP 6 SOUTH, RANGE 97 WEST, 6TH P.M., GARFIELD COUNTY, COLORADO, SAID TRACT ALSO BEING A PORTION OF THAT CERTAIN PARCEL OF LAND DESCRIBED AS AGREEMENT NUMBER 6805 AND AGREEMENT NUMBER 10045600 IN EXHIBIT A, PART 3, IN DEED OF CONVEYANCE AND ASSIGNMENT AND BILL OF SALE TO LARAMIE ENERGY, LLC RECORDED MARCH 7, 2016 AS RECEPTION NUMBER 874526, ON PAGE 90 & 92 OF 97, IN THE OFFICE OF THE COUNTY RECORDER IN SAID COUNTY; AND CORRECTED BY CORRECTIVE DEED OF CONVEYANCE AND ASSIGNMENT AND BILL OF SALE TO LARAMIE ENERGY, LLC RECORDED OCTOBER 6, 2017 AS RECEPTION NUMBER 898367 IN THE OFFICE OF THE COUNTY RECORDER IN SAID COUNTY, ALSO BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:



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BEGINNING AT THE NORTHEAST CORNER OF SAID SECTION 9, BEING A 1917 3¼ INCH GENERAL LAND OFFICE (GLO) BRASS CAP ON A 2½ INCH IRON PIPE;
THENCE ALONG THE EAST LINE THEREOF, SOUTH 01°39'17" WEST, 2614.25 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER (NE¼) OF SAID SECTION 9, BEING A 1917 2¼ INCH GLO BRASS CAP ON A 1½ INCH IRON PIPE;
THENCE CONTINUING ALONG THE EAST LINE OF SAID SECTION 9, SOUTH 01°44'42" WEST, 251.10 FEET TO SET MONUMENT, A 5/8 INCH REBAR WITH 1½ INCH ALUMINUM CAP "D R GRIFFIN LS 38109" (TYPICAL);
THENCE DEPARTING SAID LINE, NORTH 51°01'33" WEST, 360.67 FEET TO A SET MONUMENT;
THENCE NORTH 26°08'34" WEST, 568.60 FEET TO A SET MONUMENT;
THENCE NORTH 02°47'40" WEST, 770.54 FEET TO A SET MONUMENT;
THENCE NORTH 24°21'50" EAST, 464.97 FEET TO A SET MONUMENT;
THENCE NORTH 01°41'11" WEST, 949.75 FEET TO A SET MONUMENT ON THE NORTH LINE OF SAID SECTION 9;
THENCE ALONG SAID LINE, SOUTH 88°10'51" EAST, 490.78 FEET TO THE **POINT OF BEGINNING**.

THE ABOVE DESCRIBED **PARCEL 2** CONTAINING 31.021 ACRES MORE OR LESS.

TOTAL DESCRIBED **PARCELS 1 AND 2** CONTAINING 668.07 ACRES MORE OR LESS.