

**EASEMENT, RIGHT-OF-WAY
and
SURFACE USE AGREEMENT**

This Easement, Right-of-Way and Surface Use Agreement ("Agreement") is entered into as of 7/27/2012, by and between Sparboe Summit Farms, ("Surface Owner"), whose address is 23577 MN HWY 22, Litchfield, MN 55355, and Kerr-McGee Oil & Gas Onshore LP, ("KMG") with offices at 1099 18th St. #1800 Denver, CO 80202 covering certain lands, (the "Lands") situated in Weld County, Colorado described as follows:

Township 2 North, Range 65 West of the 6th P.M.

Section 29: SW/4, containing approximately 120 acres and excluding the E/2E/2SW/4

Section 34: NE/4

Section 35: All

For and in consideration of the sum of ten dollars (\$10.00), and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned hereby agree to the terms and provisions set forth as follows:

1. Compensation for Well; Release of All Claims

KMG shall pay to Surface Owner the sum as set forth in and according to the terms of that certain Letter Agreement by and between Surface Owner and KMG, dated 7/27/2012, as full and final settlement and satisfaction for any and all detriment, depreciation, injury or damage of any nature to the Lands or growing crops thereon that may occur as a result of KMG drilling or completion operations or its continuing activities for the production or transportation of oil, gas, or other hydrocarbons or products associated with the foregoing including, but not limited to, surface use, access, mud and reserve pits, wellhead equipment, separators, tank batteries, pipelines, gathering lines, flowlines, pipeline interconnections, and any and all other reasonable or customary uses of land related to said operations or activities. Surface Owner recognizes and agrees that one or more of the oil and gas wells drilled on the Lands may be vertical, horizontal or directional wells that produce and drain oil and gas from the Lands, as well as oil and gas from lands other than the lands covered by the oil and gas lease(s) that includes all or a portion of the Lands or leases that are pooled with the leases for the Lands.

2. Grant of Right of Way and Easement

Surface Owner hereby grants, bargains, sells, assigns and conveys to KMG an easement and right-of-way for the purpose of constructing, using and maintaining access roads, locations for surface equipment and subsurface gathering lines for each well drilled upon the Lands, pipelines, and pipeline interconnections for one year from the date of commencement of surface activities for drilling operations and so long thereafter as oil or gas is produced or capable of being produced from any well drilled on the Lands, provided however, no easement or right-of-way is granted across any irrigation circle or which would interfere with any existing improvements.

This Agreement shall be binding upon the respective heirs, executors, administrators, successors, and assigns of the undersigned.

The undersigned have executed this Agreement as of the day first above written.

Sparboe Summit Farms

By: Stephen A. Kosel

Name: Stephen A. Kosel

Title: Vice President - Finance

Kerr-McGee Oil & Gas Onshore LP

By: David Bell

David Bell

Agent & Attorney-in-Fact DB

AFTER RECORDING RETURN TO:

Kerr-McGee Oil & Gas Onshore LP

Melissa Mayer

1099 18th Street, Suite 1800

Denver, Colorado 80202

CO-800059543

ACKNOWLEDGEMENT

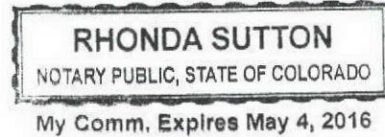
STATE OF COLORADO)
CITY AND)ss
COUNTY OF DENVER)

This instrument was acknowledged before me this 8 day of August, 2012, by David Bell, agent & Attorney-in-Fact of Kerr-McGee Oil & Gas Onshore LP, on behalf of said company.

Witness my hand and official seal.

Rhonda Sutton
Notary Public

My commission expires May 4, 2016



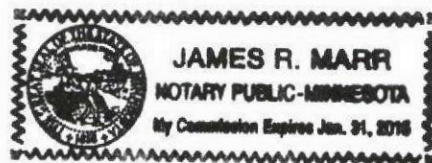
Minnesota
STATE OF COLORADO)
Wright)ss
COUNTY OF ~~WELD~~)

The foregoing instrument was acknowledged before me this 31ST day of JULY, 2012, by Steve Kosef

Witness my hand and official seal.

James R. Marr
Notary Public

My commission expires 1/31/2015



Land >> Lease >> Lease



D0002129885

Sender Name: Heather Hafey
 Date Created: 03/06/2013
 Barcode Expires: **04/05/2013**
 Department: Land Record
 Security: Non-Privileged
COLOR DOCUMENT

Attribute	Value
Description	EASEMENT, ROW AND SUA (RECORDED)
Document Date	07/27/2012
Lease Document Type	Original Lease
New Lease Packet	No
New Well Handoff	No
Lease Number Suffix	CO-S00059543
File Key	2241512
Group Code	LSE
Lease End Date	12/31/2099
Lessor Name	SPARBOE SUMMIT FARMS
Prospect Name	WATTENBERG E&P / UPSTREAM SURFACE (KMG)/A-43100256
State County	COLORADO:WELD(123)

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CORRECTION OF EASEMENT, RIGHT-OF-WAY and SURFACE USE AGREEMENT

THIS CORRECTION OF EASEMENT, RIGHT-OF-WAY and SURFACE USE AGREEMENT ("Correction") is made and entered into this 14th day of August, 2014 by and between **Sparboe Farms, Inc.**, ("Surface Owner"), whose address is 23577 MN HWY 22, Litchfield, MN 55355, and **Kerr-McGee Oil & Gas Onshore LP**, ("KMG") with offices at 1099 18th St. #1800 Denver, CO 80202.

WITNESSETH:

WHEREAS, the parties executed an EASEMENT, RIGHT-OF-WAY and SURFACE USE AGREEMENT dated July 27, 2012, recorded October 16th, 2012, in the records of Weld County, Colorado (the "Agreement"), and WHEREAS, the Agreement contains an error in the name of "Sparboe Summit Farms", and;

WHEREAS, the proper name of the Surface Owner is Sparboe Farms, Inc. and;

WHEREAS, Surface Owner and KMG desire to amend and correct the Agreement to provide for the proper name of the Surface Owner.

NOW THEREFORE, for the purpose of amending and correcting the Agreement, it is now hereby agreed, notwithstanding anything to the contrary in the Agreement as originally executed, that:

- a. "Sparboe Summit Farms" should be shown as "Sparboe Farms, Inc."

Surface Owner acknowledges that the Agreement, as amended and corrected, is valid and in full force and hereby adopts, ratifies and confirms said Agreement as of the date of its execution and recognizes the full validity of same insofar as it affects the entire right, title and interest of the undersigned in and to the Lands.

Surface Owner and KMG acknowledge that all agreements and/or waivers associated with the oil and gas operations on the properties identified in the legal description in the Agreement and executed subsequent of the execution of the Agreement and prior to this Correction, are considered valid and binding on the parties. This includes agreements and/or waivers that are not recorded in the records of Weld County, Colorado.

This Correction is binding upon and inures to the benefit of the parties hereto their heirs, successors, legal representatives, and assigns.

EXECUTED this 14th day of August 2014.

Sparboe Farms, Inc.

By: Kenneth M. Zachman

Name: Kenneth M. Zachman

Title: Director of Planning and Analysis

Kerr-McGee Oil & Gas Onshore LP

By: Ronald H. Olsen
Agent & Attorney-in-Fact

JS
RB

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This Correction is binding upon and inures to the benefit of the parties hereto their heirs, successors, legal representatives, and assigns.

EXECUTED this 14th day of August 2014.

Sparboe Farms, Inc.

By: Kenneth M. Zachman

Name: Kenneth M. Zachman

Title: Director of Planning and Analysis

Kerr-McGee Oil & Gas Onshore LP

By: [Signature]


Ronald H. Olsen
Agent & Attorney-in-Fact

JS
SB

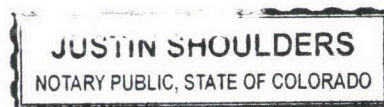
State of Colorado)
CITY AND)ss
COUNTY OF DENVER)

This instrument was acknowledged before me this 14th day of August, 2014, by Ronald H. Olsen, Agent & Attorney-in-Fact of Kerr-McGee Oil & Gas Onshore LP, on behalf of said company.

Witness my hand and official seal.


Notary Public

My commission expires May 4, 2016



My Comm. Expires May 4, 2016

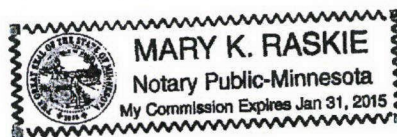
STATE OF MINNESOTA)
COUNTY OF Neeron)ss
WRIGHT)

The foregoing instrument was acknowledged before me this 14 day of August, 2014, by Kenneth Zachman.

Witness my hand and official seal.


Notary Public

My commission expires Jan 31, 2015



Land >> Lease >> Lease



D0002711903

Sender Name: Shauna Nolte
 Date Created: 02/16/2016
 Barcode Expires: **03/17/2016**
 Department: Land Record
 Security: Non-Privileged
 BLACK AND WHITE DOCUMENT

Attribute	Value
Description	2N65W-29-34-35 - RECORDED - CORRECTION OF EASEMENT - ROW - SUA - SPARBOE FARMS
Document Date	08/14/2014
Lease Document Type	Lease Amendment
New Lease Packet	No
New Well Handoff	No
Lease Number Suffix	1127336000
File Key	9312141
Group Code	SUR
Lease End Date	12/31/2099
Lessor Name	SPARBOE SUMMIT FARMS
Prospect Name	WATTENBERG E&P / UPSTREAM SURFACE (KMG)/A-43100256
State County	United States:Colorado:Weld(326005123)

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5/10/2014
 EPX108478
 [Signature]