

**MEMORANDUM OF SURFACE AND SUBSURFACE USE AGREEMENT**

STATE OF COLORADO       §  
  §  
COUNTY OF Weld         §

That certain SURFACE AND SUBSURFACE USE AGREEMENT (the “*Agreement*”) was made and entered into effective as of the 17<sup>th</sup> day of April, 2024 (the “*Effective Date*”), by and between HERMAN FARMS LLC, a Colorado limited liability company, whose address is 12994 WCR 28, Plateville, Colorado 80651 (“*Grantor*”), and KERR-MCGEE OIL & GAS ONSHORE LP, whose address is 1099 18<sup>th</sup> Street, Suite 700, Denver, Colorado 80202, (“*Grantee*”). Grantor and Grantee may hereinafter sometimes be referred to, collectively, as the “*Parties*,” and, individually, as a “*Party*.”

**WHEREAS**, Grantor is the owner of the real property described on **Exhibit A** attached hereto and made a part hereof (the “*Property*”);

**WHEREAS**, Grantee is the owner of a leasehold interest in the oil and gas leases in Weld County, Colorado, which are described on **Exhibit B** attached hereto and made a part hereof (the “*Leases*”); and

**WHEREAS**, Grantee desires to use the surface and the subsurface of the Property for the development of hydrocarbon production, including for (i) drilling of wells on, through, and under the Property, (ii) producing or injecting water and (iii) injecting foreign substances into pore spaces, each in order to increase hydrocarbon production or explore for and produce oil, gas, and other minerals from the lands covered by the Leases, lands unitized or pooled therewith, and from lands other than the Property.

Pursuant to the Agreement, Grantor has granted and conveyed to Grantee, its successors and assigns, during the term of the Agreement the right to use the surface and the subsurface of the Property for the development of hydrocarbon and water production.

The Agreement commences on the Effective Date and remains in effect so long thereafter as any of the Leases remain in effect, including any replacements, extensions or renewals thereof by Grantee.

This Memorandum of Surface and Subsurface Use Agreement is placed of record to serve as notice of execution and existence of the Agreement in lieu of filing the Agreement in the county in which the Property is located, and is in no way to supersede same or to abrogate, change, alter, or modify any of the terms and conditions of the Agreement or any of the rights and obligations of the Parties, all of which are set forth in said the Agreement, which is made a part hereof by reference for all purposes to the same effect as if set forth in its entirety herein.

So long as the Agreement is in effect, it will be a covenant running with the Property and binding on the Parties and their respective successors and assigns.

This Memorandum of Surface and Subsurface Use Agreement may be executed in any number of counterparts, each of which shall constitute an original hereof, but all of which together shall constitute but one and the same instrument.

*(Remainder of page intentionally left blank. Signature and acknowledgement pages follow.)*

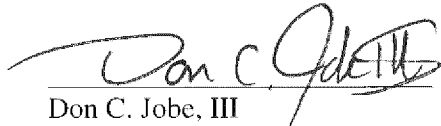
IN WITNESS WHEREOF, this Memorandum of Surface and Subsurface Use Agreement has been signed by Grantee as of its acknowledgment below, but to be effective for all purposes as of the Effective Date.

**GRANTEE:**

**Kerr-McGee Oil & Gas Onshore LP**  
a Delaware limited partnership

*(TRC)*

By: \_\_\_\_\_  
Name: Don C. Jobe, III  
Title: Attorney-In-Fact



**ACKNOWLEDGEMENT**

STATE OF COLORADO §  
CITY & §  
COUNTY OF DENVER §

This instrument was acknowledged before me on this the 13<sup>th</sup> day of August, 2024 by Don C. Jobe, III as Attorney-in-Fact for Kerr-McGee Oil & Gas Onshore LP, on behalf of said limited partnership.

**ANTONIO CABRAL**  
NOTARY PUBLIC - STATE OF COLORADO  
Notary ID 20184006829  
My Commission Expires 2/12/2026

\_\_\_\_\_  
Notary Public  
My Commission Expires: 02/12/2026

IN WITNESS WHEREOF, this Memorandum of Surface and Subsurface Use Agreement has been signed by Grantor as of its acknowledgment below, but to be effective for all purposes as of the Effective Date.

**GRANTOR:**

**Herman Farms LLC**

A Colorado limited liability company

By: 

Name: Gary Lee Herman

Title: Surface Owner

**Herman Farms LLC**

A Colorado limited liability company

By: 

Name: Joyce E. Herman

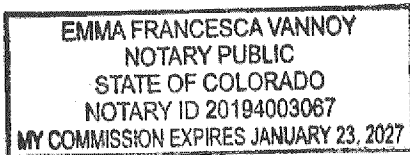
Title: Surface Owner

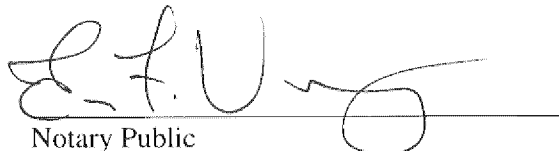
**ACKNOWLEDGMENT**

STATE OF Colorado §

COUNTY OF Weld §

This instrument was acknowledged before me on this 14th day of August, 2024, by Gary Lee Herman and Joyce E. Herman of Herman Farms LLC, on behalf of said limited liability company.



  
Notary Public  
My Commission Expires: 01/23/2027

**EXHIBIT A**

Attached to and made a part of that Memorandum of Surface and Subsurface Use Agreement dated effective April 17, 2024, by and between Herman Farms LLC, as Grantor, and Kerr-McGee Oil & Gas Onshore LP, as Grantee.

**Property**

Township 3 North, Range 66 West of the 6<sup>th</sup> P.M.

Section 31: Parcel No. 1 – Lot B of Recorded Exemption No. 1211-31-1-RE931 according to plat recorded May 27, 1988 as Reception No. 2142610, located at in the E2 of Section 31, Township 3 North, Range 66 West.

Weld County, Colorado

Containing 38.00 acres, more or less.

*(End of Exhibit A.)*

**EXHIBIT B**

Attached to and made a part of that Memorandum of Surface and Subsurface Use Agreement dated effective April 17, 2024, by and between Herman Farms LLC, as Grantor, and Kerr-McGee Oil & Gas Onshore LP, as Grantee.

**Leases**

<b>Lessor</b>	<b>Lessee</b>	<b>Lease Date</b>	<b>Reception No.</b>
JERRY BREWER	TS PACE	4/27/1970	1548188
GEORGE NISHIMOTO	T S PACE	4/24/1970	1547770
GEORGE NISHIMOTO	T S PACE	4/24/1970	1547770
REUBEN O GUSTAFSON	PAN AMERICAN PETROLEUM CORPORATION	1/5/1971	1561216
REUBEN O GUSTAFSON	PAN AMERICAN PETROLEUM CORPORATION	1/5/1971	1561216
THE BOULDER AND WELD RESERVOIR COMPANY	AMOCO PRODUCTION COMPANY	8/24/1971	1575223
THE BOULDER AND WELD RESERVOIR COMPANY	AMOCO PRODUCTION COMPANY	8/24/1971	1575223
RAYMOND G KELLY ET AL	ENERGY MINERALS CORPORATION	5/9/1970	1551387
RAYMOND G KELLY ET AL	ENERGY MINERALS CORPORATION	5/9/1970	1551387
JESS AND ORPHA G KOENIG	ENERGY MINERALS CORPORATION	5/6/1970	1548854
THOMAS F AND MILDRED L QUINN	M E THRASH	5/5/1970	1548863
THOMAS F AND MILDRED L QUINN	M E THRASH	5/5/1970	1548863
THOMAS F AND MILDRED L QUINN	M E THRASH	5/5/1970	1548863
ELIZABETH MOSHER	PAN AMERICAN PETROLEUM CORPORATION	10/15/1970	1557336
ELIZABETH MOSHER	PAN AMERICAN PETROLEUM CORPORATION	10/15/1970	1557336
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CANNON LAND COMPANY	MANNING GAS AND OIL COMPANY	9/1/1973	1622730
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ALFRED HERMAN AND MATILDA HERMAN	T S PACE	3/24/1970	1546471
BENJAMIN TRUNZO ET AL	AMOCO PRODUCTION COMPANY	10/12/1972	1606127
RAY M AND NORMA J ROBERTS	AMOCO PRODUCTION COMPANY	2/3/1971	1563186
BROWN W CANNON JR ET AL	MANNING GAS AND OIL COMPANY	9/1/1973	1622869
1415 CORPORATION ET AL	AMOCO PRODUCTION COMPANY	1/10/1972	1584768
ELTON N MILLER & CATHERINE S MILLER	T S PACE	4/2/1970	1545827
ELTON N MILLER & CATHERINE S MILLER	T S PACE	4/2/1970	1545827
WELD COUNTY	AMOCO PRODUCTION COMPANY	10/28/1971	1580930
DONALD K AND DONNA J NORGREN	T S PACE	2/17/1970	1544893
DONALD K AND DONNA J NORGREN	T S PACE	2/17/1970	1544893
DONALD K AND DONNA J NORGREN	T S PACE	2/17/1970	1544893
FARMERS RESERVOIR & IRRIGATION COMPANY	SNYDER OIL CORPORATION	1/20/1992	2277600
FARMERS RESERVOIR & IRRIGATION COMPANY	SNYDER OIL CORPORATION	1/20/1992	2277600
JOHN LUCAS KUIPERS	T S PACE	2/6/1970	1544062
FLOYD C SHAW AND NELLIE R SHAW H/W	T S PACE	2/9/1970	1544061
BEEAMAN IRRIGATING & MILLING COMPANY	AMOCO PRODUCTION COMPANY	1/2/1973	1609080
ALFRED HERMAN AND MATILDA HERMAN	AMOCO PRODUCTION COMPANY	9/6/1973	1622017
ALLEN A SCHAEFER AND FAYE SCHAEFER	RODNEY P CALVIN	10/30/1970	1558003