

MEMORANDUM OF SURFACE AGREEMENT

This Memorandum shall provide notice to all parties that Kerr-McGee Oil & Gas Onshore, LP, a Delaware limited partnership, and Hidden Creek Development LLC, a Limited Liability Company, have entered into an agreement dated July 5, 2011 (the "Agreement") covering the lands described on Exhibit A to this Memorandum. Among other matters, the Agreement provides certain accommodations to be made by both parties, subject to which, Kerr-McGee is authorized to commence drilling operations on the following wells at the following locations in Township 2 North, Range 67 West, Section 29:

HIDDEN CREEK 12-29:	NESW of Section 29
HIDDEN CREEK 13-29:	NESW of Section 29
HIDDEN CREEK 14-29:	NESW of Section 29
HIDDEN CREEK 19-29:	NESW of Section 29
HIDDEN CREEK 22-29:	NESW of Section 29
HIDDEN CREEK 23-29:	NESW of Section 29
HIDDEN CREEK 25-29:	NESW of Section 29
HIDDEN CREEK 35-29:	NESW of Section 29
HIDDEN CREEK 36-29:	NESW of Section 29

The term of the Agreement shall be for the duration of the oil and gas lease presently covering the subject lands. Further information regarding the terms of the Agreement may be obtained by contacting Kerr-McGee at 1099 18th Street, Suite 1800, Denver, CO 80202, attention Denver Basin Land Manager.

Executed this 15th day of July 2011.

KERR-McGEE OIL & GAS ONSHORE, LP

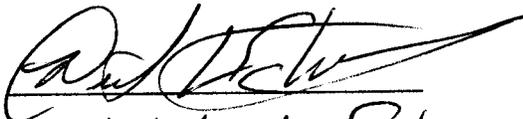


By: DAVID BELL DE

Title: Agent & Attorney in Fact

Date: 7/29/2011

HIDDEN CREEK DEVELOPMENT LLC

By: 

Name: Nicholas L. Schirot

Title: Manager

Date: 7-15-2011

ACKNOWLEDGMENTS

STATE OF COLORADO)
) ss.
COUNTY OF Adams)

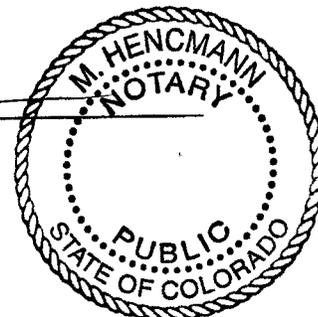
The foregoing instrument was acknowledged before me this 29th day of July 2011, by David Bell as Agent & Attorney in Fact of **Kerr-McGee Oil & Gas Onshore LP**, a Delaware limited partnership.

WITNESS my hand and official seal.

My commission expires:

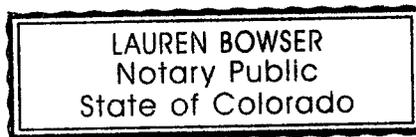
9/27/2011

[Signature]
Notary Public



My Commission Expires 9-27-2011

STATE OF Colorado)
) ss.
COUNTY OF Adams)



My Commission Expires October 29, 2011

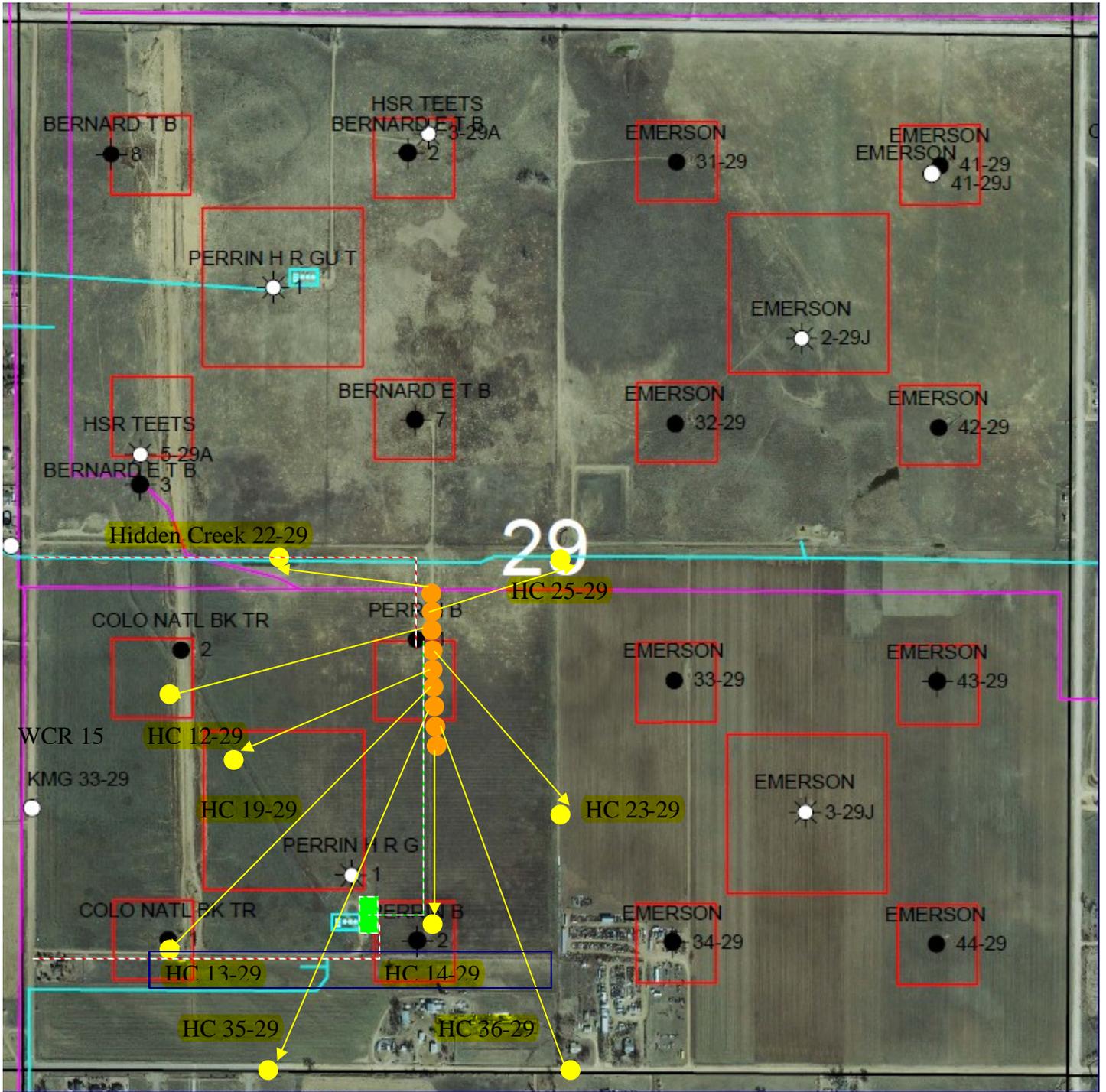
The foregoing instrument was acknowledged before me this 15th day of July 2011, by Nicholas L. Scheidt as Manager of **Hidden Creek Development, LLC** a Limited Liability Company.

WITNESS my hand and official seal.

My commission expires:

October 29, 2011

[Signature]
Notary Public



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-  Access Road
-  KMG Gathering Line
-  Duke Pipeline
-  RGSI Pipeline
-  Proposed Flowline
-  Legal Drilling Window
-  Exist Battery Location
-  New Battery Location
-  Proposed Wellhead
-  Bottomhole Location
-  Potential Drill Sites



**Aerial Photo
Sec. 29-T2N-R67W
Weld County, CO**

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04/04/2011