

January 7, 2016



Samuel B. Potter & Teresa Ann Potter
PO Box 148
Rifle, CO 81650

RE: PA 31-6 Pad Location Waiver of COGCC Rule 1001.C
Township 6 South, Range 95 West, 6th P.M.
Section: 36 Lot 1, NE/4NE/4
Garfield County, Colorado

Dear Mr. and Mrs. Potter:

Please execute this letter to acknowledge the following:

- Samuel B. Potter and Teresa Ann Potter are the surface owners of the above referenced pad location and hereinafter referred to as Surface Owner.
- WPX Energy Rocky Mountain, LLC and Surface Owner have reviewed the referenced location and related access roads and have entered into a Surface Use Agreement dated March 23, 2007, which describes the referenced pad location and expressly governs the location of wells and production facilities on the surface estate, related access roads, topsoil protection, and reclamation.
- Surface Owner requests use of the northern edge of the reclaimed portion of the PA 31-36 pad, further described by attached Exhibit "A", for the storage of personal equipment. The Surface Owner acknowledges that the current condition of this portion of the pad is satisfactory and WPX does not need to do any further work to it to make it usable for the surface owner. As applicable per COGCC rules, WPX will continue to include this area in their noxious weed management plan.
- All active portions of the oil and gas location and all oil and gas operations remain under the jurisdiction of the Colorado Oil and Gas Conservation Commission
- The surface Owner may not impede ingress to or egress from the active oil and gas location or interfere with the safe conduct of oil and gas operations on the location.

Regards,

WPX Energy Rocky Mountain, LLC

A handwritten signature in blue ink that reads "Bryan S. Hotard".

Bryan S. Hotard
Field Land Team Lead – Piceance Basin

By: A handwritten signature in black ink that reads "Samuel B. Potter".
Name: Samuel B. Potter
Date: 1/13/16

By: A handwritten signature in black ink that reads "Teresa Ann Potter".
Name: Teresa Ann Potter
Date: 1-13-16

Exhibit "A"

