

**MEMORANDUM OF
SURFACE USE AGREEMENT**

This MEMORANDUM OF SURFACE USE AGREEMENT (the "Memorandum") is made and executed as of the 29th day of January 2010, to evidence that:

The Surface Use Agreement (the "Agreement") dated JANUARY 29th, 2010, was entered into by and between **Ronald D. Mead and Vickie R. Mead, as Joint Tenants**, and **Williams Production RMT Company** (the "Operator"), which, among other provisions, provides as follows:

Surface Owner agrees that Operator may use the one (1) new surface location for the drilling, completion and operation of proposed wells (the "Wells").

This Memorandum shall be construed as a covenant running with the Lands and shall be binding on any and all personal representatives, successors, and assigns of Surface Owner and Operator.

This Memorandum is being executed by Surface Owner and Operator for the primary purpose of recording and thus advising all interested parties of the existence and validity of such Surface Use Agreement, the exact terms and conditions of which are more fully stated in the unrecorded instrument on file with the respective parties and, that this Memorandum shall constitute notice to all parties of the existence of this Agreement as though it was described in total detail herein.

IN WITNESS WHEREOF, the parties have executed this Memorandum as of the date first above written.

Williams Production RMT Company

By: Ronald D. Mead
Ronald D. Mead, as Joint Tenants

By: Sandra J. Hotard
Sandra J. Hotard
Attorney-In-Fact

By: Vickie R. Mead
Vickie R. Mead, as Joint Tenants

Acknowledgments

STATE OF COLORADO)
)
COUNTY OF)

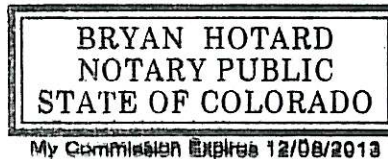
On the 29 day of January, 2010, personally appeared **Ronald D. Mead and Vickie R. Mead, as Joint Tenants**, to me known to be the person 5 described in and who executed the foregoing instrument and acknowledged that they executed same as their free and voluntary act and deed for the uses and purposes therein set forth.

Witness my hand and official seal the day and year first above written.

My Commission Expires:
(SEAL)

12/08/2013

Bryan Hotard
Notary Public



STATE OF COLORADO)
)
COUNTY OF GARFIELD)

Before me, a Notary Public, in and for said County and State aforesaid, does hereby certify that **Sandra J. Hotard**, whose name is subscribed to the foregoing instrument as **Attorney-In-Fact of Williams Production RMT Company**, a corporation, appeared before me this day in person and acknowledged that he executed said instrument as his free and voluntary act and deed as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 1~~st~~ day of February, 2010.

My Commission Expires:
(SEAL)

5/8/2012

Jessica Harris
Notary Public

Exhibit "A"
 Attached to and made part of that certain Memorandum of
 Surface Use Agreement dated January 29, 2010
 by and between Ronald D. Mead and Vickie R. Mead,
 as Joint Tenants, Surface Owner, and
 Williams Production RMT Company, Operator

