

ExxonMobil Production Company  
U. S. Production  
P.O. Box 4610  
Houston, Texas 77210-4610



January 18, 2011

Mr. Jarred R. Kubat  
EnCana Oil & Gas (USA) Inc.  
370 17<sup>th</sup> Street, Suite 1700  
Denver, Colorado 80202

Jarred:

Please find enclosed herewith one (1) original of the Memorandum of Surface Use and Drilling Agreement. The agreement has been executed on behalf of ExxonMobil, notarized and returned as requested in your letter of January 4, 2011. Please send me the recording information when it is available. Thank you for your continuing cooperation in this matter.

Sincerely,

A handwritten signature in black ink that reads "Glen R. Murdock". The signature is written in a cursive style with a large, sweeping initial "G".

Glen R. Murdock  
Land Advisor  
713-431-1205

**MEMORANDUM OF SURFACE USE AND DRILLING AGREEMENT**

This Memorandum of Surface Use and Drilling Agreement is executed by **Encana Oil & Gas (USA) Inc.** with an address at 370 17th Street, Suite 1700, Denver, Colorado 80202 ("Encana"), and **Exxon Mobil Corporation** a New Jersey corporation with an address for purposes of this Memorandum of ExxonMobil Production Company, CORP-WGR-714, P.O. Box 4697, Houston, Texas 77210-4697 ("Owner") and placed of record in Garfield County, Colorado for the purposes of placing all persons on notice of the existence of that certain unrecorded Surface Use and Drilling Agreement between Owner and Encana dated the 1<sup>st</sup> day of July, 2010 (the "Agreement").

The Agreement provides for, among other things, the access and use of the surface by Encana for construction of Encana Well Pads and to drill, complete, equip, connect, operate, and maintain the Wells subject to the terms and conditions set forth therein on the lands described below:

Township 5 South, Range 95 West, 6<sup>th</sup> P.M.

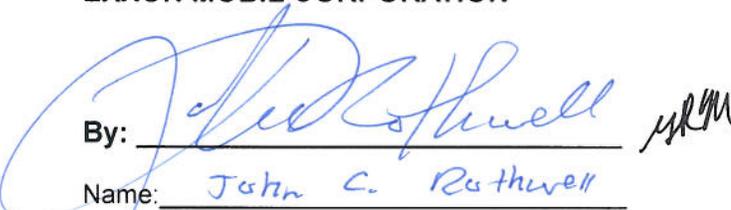
Section 18: NE/4SE/4

Section 17: SE/4NW/4

Section 17: SE/4NE/4

**EXXON MOBIL CORPORATION**

**ENCANA OIL & GAS (USA) INC.**

By: 

By: 

Name: John C. Rathwell

Ricardo D. Gallegos, Attorney-in-Fact

Title: Attorney-in-Fact

Date: 18 JAN 2011

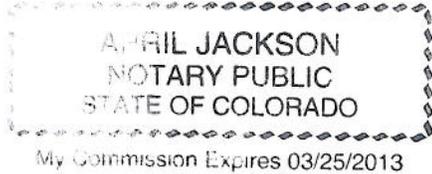
STATE OF COLORADO )  
 )ss  
CITY AND COUNTY OF DENVER )

On this 3rd day of January 2011, before me personally appeared Ricardo D. Gallegos who executed the within and foregoing instrument as Attorney-in-Fact of Encana Oil & Gas (USA) Inc. on behalf of the corporation, and acknowledged the instrument to be the free and voluntary act and deed of the corporation for the uses and purposes therein set forth

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

My Commission Expires 3/25/13 Notary Public: April Jackson

(SEAL)



STATE OF Texas )  
 ) ss.  
COUNTY OF HARRIS )

On this 18 day of JANUARY 2010, before me personally appeared John C. Rothwell who executed the within and foregoing instrument as Attorney in FACT of Exxon Mobil Corporation on behalf of the corporation, and acknowledged the instrument to be the free and voluntary act and deed of the corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

My Commission Expires 8/8/2012 Notary Public: E. W. Wiegrefe

(SEAL)

