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PAGE DOCUMENT

MEMORANDUM OF OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS, that: JOHN V. HYRUP and PHYLLIS HYRUP, 3312 County Road 306, Parachute, Colorado 81635 ("Lessor") and APOLLO ENERGY, LLC, a Colorado limited liability company, 1557 Ogden Street, Suite 300, Denver, Colorado 80218 ("Lessee") have entered into and executed a certain Oil and Gas Lease dated December 1, 2003 ("the Lease"), under the terms of which Lessor has leased and let to Lessee the exclusive right to explore, drill for, develop, produce, operate and remove oil and gas in and under the following described lands located in Garfield and Mesa Counties, Colorado, to-wit:

TOWNSHIP 8 SOUTH, RANGE 95 WEST OF THE 6TH P.M.

Lots 3 and 4 (W $\frac{1}{2}$ SW $\frac{1}{4}$) and SE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 7 (Now Tract 40 Resurvey of Section 18)

TOWNSHIP 8 SOUTH, RANGE 96 WEST OF THE 6TH P.M.

Section 2: E $\frac{1}{2}$ SW $\frac{1}{4}$; W $\frac{1}{2}$ SE $\frac{1}{4}$; SE $\frac{1}{4}$ SE $\frac{1}{4}$
Section 11: E $\frac{1}{2}$; SE $\frac{1}{4}$ NW $\frac{1}{4}$; NE $\frac{1}{4}$ SW $\frac{1}{4}$
Section 12: S $\frac{1}{2}$ NE $\frac{1}{4}$; E $\frac{1}{2}$ NW $\frac{1}{4}$; SW $\frac{1}{4}$ NW $\frac{1}{4}$; S $\frac{1}{2}$
Section 13: NW $\frac{1}{4}$ NE $\frac{1}{4}$; E $\frac{1}{2}$ NW $\frac{1}{4}$; SW $\frac{1}{4}$ NW $\frac{1}{4}$

(1412.42 acres, more or less);

- AND -

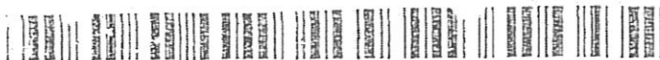
A strip of land 50 feet in width situated in the NW $\frac{1}{4}$, Section 12 and NE $\frac{1}{4}$, Section 11, T8S, R96W of the 6th P.M. being 25 feet on either side of the following described line:

Beginning at a point on the East line of said NW $\frac{1}{4}$ whence the corner common to Section 7 & 18, T8S, R95W, of the 6th P.M. bears S. 82°37' E. 2672.6 feet; thence N. 55°21' W. 171.0 feet; thence N. 86°27' W. 665.2 feet; thence N. 81°48' W. 459.7 feet; thence S. 51°17' W. 131.5 feet; S. 15°13' W. 218.0 feet; thence S. 13°35' N. 212.0 feet; thence S. 65°55' W. 239.8 feet; thence S. 45°52' W. 228.0 feet; thence S. 76°50' W. 247.9 feet; thence S. 43°22' W. 209.2 feet; thence S. 20°32' W. 152.9 feet; thence S. 44°56' W. 209.0 feet; thence S. 39°50' W. 226.0 feet; thence N. 88°34' W. 1073.5 feet; thence N. 88°12' W. 1174.5 feet; thence N. 85°12' W. 471.1 feet; thence S. 16°56' W. 130.3 feet; thence S. 14°51' W. 208.0 feet; thence S. 22°50' W. 268.7 feet. The same being all that land described in Deed recorded as Reception No. 200568 of the Garfield County, Colorado Records.

(7.7 acres, more or less.)

(the "Property").

Return: Apollo Energy
1557 Ogden St. #300
Denver, CO 80218



646026 02/04/2004 12:37P B1559 P65 M ALSDORF
2 of 3 R 16.00 D 0.00 GARFIELD COUNTY CO

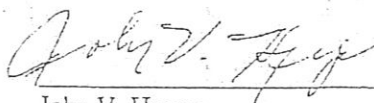
The primary term of the Lease is five (5) years, but the Lease is subject to termination during the primary term if certain minimum obligations on the part of the Lessee are not met. The Lease may be extended beyond the primary term with respect to all or some parts(s) of the Property under certain terms and conditions more specifically set forth in the Lease.

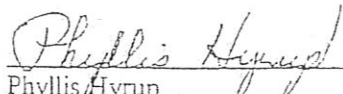
The purpose of this Memorandum is to provide record notice of the interest of Lessee in and under the Lease. Any right, title or interest in and to the Property acquired by any party subsequent to the date of recordation hereof, shall be subject to the terms, provisions and conditions of the Lease and the rights and interests of the Lessee thereunder.

Executed copies of the Lease are in the possession of the Lessee at the address provided above and in the possession of Lessor's attorney, Nicholas W. Goluba, Goluba & Goluba P.C., US Bank Building, 802 Grand Avenue, Suite 301, P.O. Box 931, Glenwood Springs, Colorado 81602.

Executed this 7th day of January, 2004.


LESSOR:

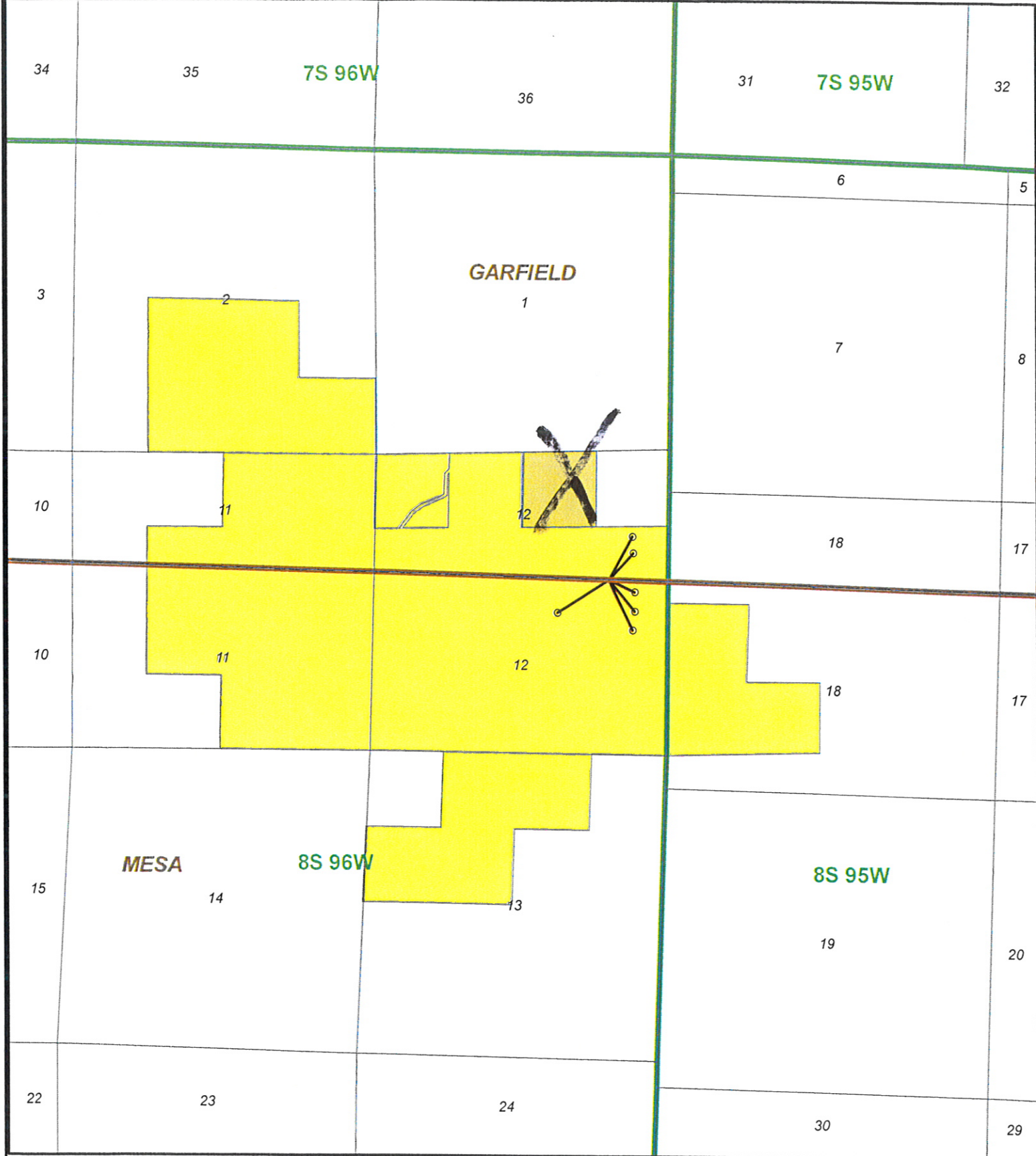

John V. Hyrup


Phyllis Hyrup

LESSEE:

APOLLO ENERGY, LLC

By: 
Louis A. Oswald, III, Manager



0 0.125 0.25 0.5 Miles

Legend

Noble Leasehold

 JOHN V. HYRUP, ET UX

 NATHAN N DUTTON ET UX



12H PAD
SURFACE LOCATION
SENE 12, T8S-R96W
GARFIELD & MEAS COS., CO

Author: HAR Date: 07.18.2011

Proj: SPCS CO Central NAD83 Units: Feet

File: D14_PN_603c.mxd

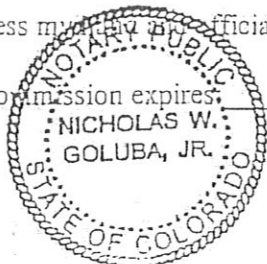
OFF

STATE OF COLORADO)
) ss.
COUNTY OF GARFIELD)

The foregoing Memorandum of Oil and Gas Lease was acknowledged before me this 25th day of January, 2004, by John V. Hyrup and Phyllis Hyrup.

Witness my hand and official seal.

My commission expires:



My Commission Expires June 17, 2004

[Signature]
Notary Public

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The foregoing Memorandum of Oil and Gas Lease was acknowledged before me this 7th day of January, 2004, by Louis A. Oswald, III, as Manager of Apollo Energy, LLC, a Colorado limited liability company.

Witness my hand and official seal.

My commission expires: _____



My Commission Expires Feb. 11, 2005

[Signature]
Notary Public