

MEMORANDUM OF  
SURFACE USE AGREEMENT

WHEREAS on the 23<sup>rd</sup> day of July, 2009, Binder Family Farms LLC, whose address is 9783 WCR 46.5, Milliken, Colorado 80543, hereinafter referred to as "Owner" entered into a Surface Use Agreement (hereinafter the "Agreement") with Unioil, a wholly owned subsidiary of Petroleum Development Corporation, whose address is 1775 Sherman Street, Suite 3000, Denver, Colorado 80203, hereinafter referred to as "Company," covering and affecting property with the legal description identified as the following ("Property"):

Township 4 North, Range 67 West, 6<sup>th</sup> P.M.  
Section 10: NW/4, W/2NE/4, and part of NE/4NE/4  
Weld County, Colorado

WHEREAS said Agreement provides for, among other things, the right to enter upon and use the Owners' Property for the purpose of erecting and maintaining well site location[s], and includes some directional drilling, as specifically described in the Agreement, and to perform other services as Company and other functions described in the Agreement, and it also sets forth terms and conditions for compensation of extraordinary losses or physical damage resulting thereto. The Agreement, with all of its terms, conditions, covenants and other provisions, is referred to and incorporated into this Memorandum for all purposes.

NOW THEREFORE this Memorandum is placed of record for the purpose of giving notice of the Surface Use Agreement. Any person having the lawful right or legitimate interest therein may examine a copy of the Surface Use Agreement in Petroleum Development Corporation's office during normal business hours.

IN WITNESS WHEREOF, the parties hereto have executed this instrument this 11 day of Dec, 2009.

Owner:

Dean Binder  
Binder Family Farms CMN  
By: Dean Binder, Manager

Company:

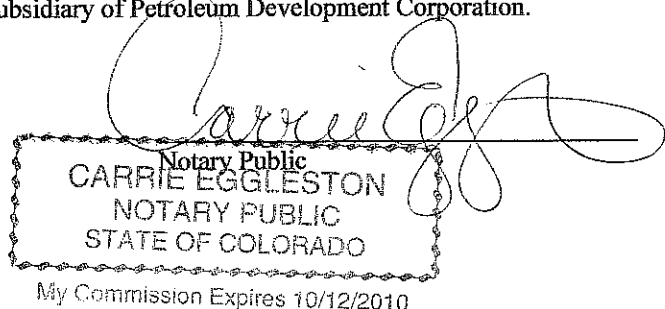
James R. Schaff  
Unioil, a wholly owned subsidiary of CMN  
Petroleum Development Corporation  
By: James R. Schaff, Vice President Land

STATE OF COLORADO )  
COUNTY OF DENVER )

This instrument was acknowledged before me this 14<sup>th</sup> day of December, 2009, by James R. Schaff, Vice President Land of Unioil, a wholly owned subsidiary of Petroleum Development Corporation.

WITNESS MY HAND AND OFFICIAL SEAL.

My commission expires: 10/12/2010



STATE OF COLORADO )  
COUNTY OF WELD )

This instrument was acknowledged before me this 11<sup>th</sup> day of December, 2009, by Dean Binder, Manager of Binder Family Farms LLC.

WITNESS MY HAND AND OFFICIAL SEAL.

My commission expires: April 8, 2010

C. Mac Neumann  
Notary Public

