



Reception#: 781934
02/11/2010 02:22:57 PM Jean Alberico
1 of 3 Rec Fee:\$16.00 Doc Fee:0.00 GARFIELD COUNTY CO

**MEMORANDUM OF
SURFACE USE AGREEMENT**

This MEMORANDUM OF SURFACE USE AGREEMENT (the "Memorandum") is made and executed as of the 5th day of ~~January~~ ^{February}, 2010 to evidence that:

The Surface Use Agreement (the "Agreement") dated ~~January~~ ^{February} 5, 2010, was entered into by and between **Puckett Land Company**, ("Owner") and **Williams Production RMT Company** ("Operator"), which, among other provisions, provides as follows:

Owner agrees that Operator may use the One (1) surface location for the drilling, completion and operation of the approximate Thirteen (13) proposed wells.

Operator may begin operations to drill each well any time prior to December 31st 2011, or any time thereafter as mutually agreed to by Owner and Operator.

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 Owner and Operator.

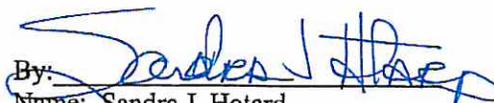
This Memorandum is being executed by Owner and Operator for the primary purpose of recording and thus advising all interested parties of the existence and validity of such Surface Use Agreement, the exact terms and conditions of which are more fully stated in the unrecorded instrument on file with the 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.

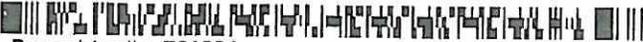
OWNER
Puckett Land Company

OPERATOR
Williams Production RMT Company

By: 
Name: Bruce Thompson
Title: President

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

After Recordation please return to:
Williams Production RMT Co
Attn: Land Dept
PO BOX 370
Parachute, CO 81635



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Acknowledgement

STATE OF COLORADO)
)
 COUNTY OF ARAPAHOE)

Before me, a Notary Public, in and for said County and State aforesaid, does hereby certify that V. Bruce Thompson whose name is subscribed to the foregoing instrument as PRESIDENT of Puckett Land Company, 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 5th day of ~~January~~ February, 2010.

My Commission Expires: 8/18/2013
 (SEAL)

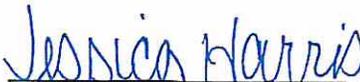

 RAYMOND S. ANDERSON
 NOTARY PUBLIC
 STATE OF COLORADO
 My Commission Expires 8/18/2013

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 she executed said instrument as her 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 10th day of ~~January~~ February, 2010.

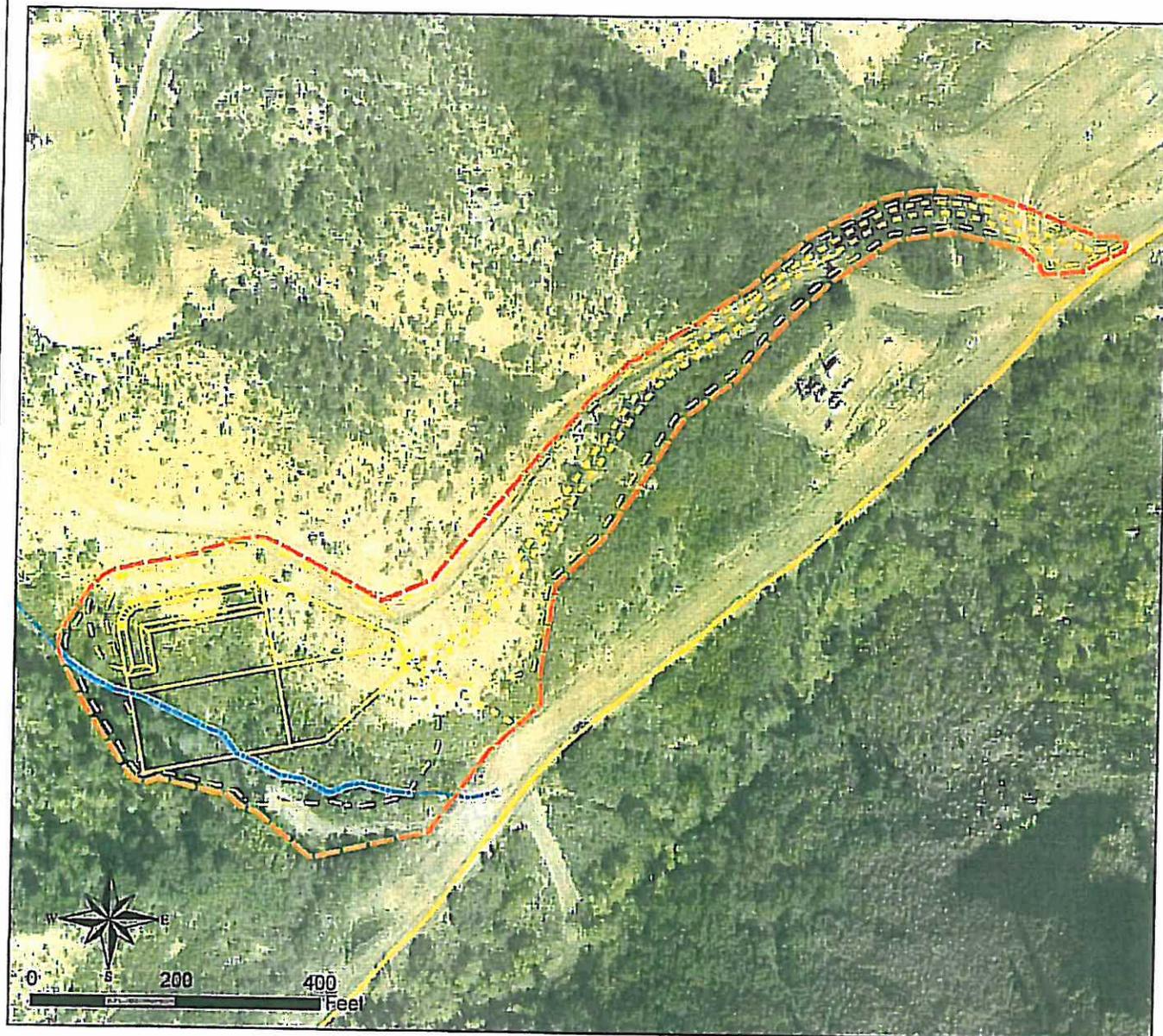
My Commission Expires: 5/8/2012


 Notary Public

JESSICA HARRIS
 NOTARY PUBLIC
 STATE OF COLORADO
 My Commission Expires 05/08/2012



Exhibit "A"
 Attached to and made a part of that certain
 Memorandum of Surface Use Agreement dated
 January 25, 2010, by and between
 Puckett Land Company, Owner and
 Williams Production RMT Company, Operator



Legend

- Culvert
- - - Proposed Road
- Existing Road
- - - Proposed Production Equipment
- - - Approx Cut, Fill or Stockpile Limit
- Pad
- - - Drainage
- - - Disturbed Area (6.9 acres)

Williams Production RMT



GM 333-31
 T6S R96W, Section 31

January 4, 2010