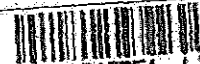


MEMORANDUM OF MASTER SURFACE USE AGREEMENT



02043051

This Memorandum of Master Surface Use Agreement ("MSUA") dated

August 20

2007 is executed by Joan L. Savage ("Surface Owner") 5953 County Road 320, Rifle, Colorado, and Williams Production RMT Company ("Operator"), 1515 Arapahoe Street, Tower 3, Suite 1000, Denver, CO 80202. Operator and Surface Owner may be referred to jointly as the "Parties."

RECEIVED

AUG 11 2008

COGCC

By Master Surface Use Agreement between the Parties dated Aug 20 2007, the Parties set forth the agreement of the Parties with regard to Operator's use of the surface of the following described lands, insofar as such lands are owned by Joan L. Savage

Township 6 South, Range 94 West, 6th P M

Section 23

Sections 25, 26, 27, 28, 29

Sections 32, 33, 34, 35

Township 7 South, Range 94 West, 6th P M

Sections 7, 8, 9

Township 7 South, Range 95 West, 6th P M

Sections 4, 9

and referred to as the property (the "Property"), including, but not limited to, the location of wellpads, construction and operation of roads and pipelines ("Surface Uses") on the Property. The MSUA provided for, and Surface Owner hereby grants to Operator, easements and rights-of-way for the Surface Uses, subject to the terms, conditions, limitations and other provisions of the MSUA.

Executed copies of the MSUA are in the possession of Surface Owner and Operator

Executed on the dates of the acknowledgments of the Parties, to be effective as of

8/20/07, 2007

SURFACE OWNER:

Joan L. Savage

Joan L. Savage

OPERATOR:

WILLIAMS PRODUCTION RMT COMPANY

By

Joseph P. Barrett
Joseph P. Barrett, Attorney-in-Fact

STATE OF Colorado)
COUNTY OF Garfield) ss.

The foregoing instrument was acknowledged before me on the 20th day of August, 2007, by Joan L. Savage

My commission expires
8/18/11

Jill K. McAlice
Notary Public



STATE OF COLORADO)
COUNTY OF DENVER) ss.

On this 21st day of Aug, 2007, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Joseph P. Barrett known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed same in the capacity of Attorney-in-Fact of Williams Production RMT Company

My commission expires:
5/21/11

Patricia E. Rives
Notary Public

