

## MEMORANDUM OF SURFACE USE AGREEMENT

(Tiffany 2 #3 from the Tiffany C #1 Well Location)

This MEMORANDUM OF SURFACE USE AGREEMENT ("Memorandum") is provided by XTO Energy Inc., a Delaware Corporation, the address of which is 810 Houston Street, Fort Worth, TX 76102-6298 ("XTO or "Operator), and Adobe Investment Co., LLC, a Colorado limited liability company, whose address is P. O. Box 1006, Ignacio, Colorado 81137 ("Surface Owner").

Notice is hereby given that XTO and Surface Owner have entered in a Surface Use Agreement dated the 22 of August, 2010, concerning a proposed gas well known as the Tiffany 2 #3 (the "Additional Well") to be located on the well pad of an existing gas well known as the Tiffany C #1 (the "Existing Well") or reasonable expansion or modification thereof. Both wells are or will be located on the below described property and will be or have been drilled pursuant to underlying oil and gas lease(s) and applicable permits. Under the Surface Use Agreement, Surface Owner and Operator have agreed to certain specific matters in connection with XTO's right to use the surface estate of the following property:

Lot 3 of Pat-Way Cattle Co., Inc. Boundary Survey - Lot 3, according to the recorded plat thereof filed for record on May 23, 2008, under Reception No. 977387 which is situated in the East ½ of Section 2, Township-32-North, Range-07-West, N.M.P.M., and being further referenced under that certain Warranty Deed recorded May 23, 2008, under Reception No. 977389, all in La Plata County, Colorado (the "Property").

This memorandum constitutes notice to all interested parties of the existence of the Surface Use Agreement. Furthermore, any successor or assign of either XTO or Surface Owner shall be bound by the terms and conditions of the Surface Use Agreement. In the event that any party acquires any rights or interests in the surface estate of the Property, such rights or interests shall be subject to the terms and conditions set forth in the Surface Use Agreement. For more information, contact either XTO or Surface Owner.

Under Colorado Oil and Gas Conservation Commission (the "COGCC") Notice and Consultation Rules 305.e, 305.e(1)(A), 305.e(7), 306.a. and 306.a(3), Surface Owner acknowledges and agrees that Operator has complied with all notice and consultation requirements of COGCC Rules 305 and 306. Surface Owner also waives the right to receive notices under the La Plata County Code including, but not limited to, Section 90-77 of said Code.

### SURFACE OWNER:

Adobe Investment Co., LLC, a Colorado limited liability company

By: Stephanie Ribera

Name: Stephanie Ribera, a/k/a  
Stephanie Eve Ribera

Title: President/Member of Adobe  
Investment Co., LLC

By: Chris Ribera

Name: Chris Ribera, a/k/a  
Chris A. Ribera

Title: Vice President/Member of Adobe  
Investment Co., LLC

### OPERATOR:

XTO Energy Inc., a Delaware corporation

By: \_\_\_\_\_

Name: Edwin S. Ryan, Jr.

Title: Senior Vice President – Land Administration



## ACKNOWLEDGEMENTS

STATE OF COLORADO )  
COUNTY OF LA PLATA ) ss.

This instrument was acknowledged before me this 22<sup>nd</sup> day of AUGUST, 2010 by Stephanie Ribera a/k/a Stephanie Eve Ribera, as President/Member, and Chris Ribera a/k/a Chris A. Ribera, as Vice President/Member, of Adobe Investment Co., LLC, a Colorado limited liability company, on behalf of said company.

WITNESS my hand and official seal.

Mike Simone (SEAL)  
Notary Public  
MAY 11, 2014  
My Commission Expires



STATE OF TEXAS )  
COUNTY OF TARRANT ) ss.

This instrument was acknowledged before me on the \_\_\_\_\_ day of \_\_\_\_\_, 2010 by Edwin S. Ryan, Jr., Senior Vice President – Land Administration of XTO Energy Inc., a Delaware corporation, on behalf of said corporation.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public (SEAL)

\_\_\_\_\_  
My Commission Expires