



01242952

Ratification Of Surface Use Agreement

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, heretofore a certain Surface Use Agreement was entered into by and between: WAYNE L. MARTIN, whose address is P.O. Box 193, Baggs, Wyoming, 82321, (SURFACE OWNER) and Western Gas Resources, Inc. whose address is 1099 18th Street, Suite 1200, Denver, Colorado 80202 (OPERATOR) which Surface Use Agreement is dated June 17, 1997 providing for the terms set therein, and covering the following described lands in Moffat County, Colorado (Subject Lands).

Township 10 North, Range 93 West, 6th PM

Section 4: S2SW4, SE4

Section 5: S2SW4,S2SE4

Section 8: SW4,E2,E2NW4

Section 9: ALL

Section 17: NE4NW4, N2NE4

NOW, for and in consideration of the sum of One (\$1.00) Dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned does hereby ratify adopt and confirm the above described Surface Use Agreement to the same extent and in the same manner and for the same purposes and effects as though the undersigned had duly executed and delivered the original Surface Use Agreement described above; and ratify, adopt and confirm the same as being a valid and subsisting Surface Use Agreement on said property as of this date; and further to effectuate the purposes hereof, the undersigned does hereby all the rights described under the same terms, provisions and covenants contained and set forth in said Surface Use Agreement as fully to all intents and purposes as though said terms, provisions and covenants were set forth at length herein.

THIS instrument shall be binding upon and in favor of the undersigned, his respective heirs, devisees, personal representatives, successors and assigns and shall be binding on each party signing this instrument.

IN WITNESS HEREOF, we have set our hands this 19 day of DECEMBER, 2003.

SURFACE OWNER(S): Esther Kay Clark Living Trust

By: Esther K Clark

ESTHER K CLARK
(Printed Name)

As: Owner

OPERATOR: WESTERN GAS RESOURCES, INC.

By: [Signature]
Mark R. Petry, Attorney-In-Fact

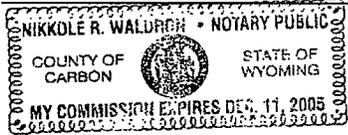
OWNER ACKNOWLEDGMENT

STATE OF WYOMING)
) ss.
COUNTY OF CARBON)

The foregoing instrument was acknowledged before me this 19 day of DECEMBER,

2003
by ESTHER K. CLARK as OWNER for _____

CLARK LIVING TRUST



NIKKOLE R. WALDRON

My Commission Expires: 12-11-2005

Name of Notary Printed

Nikkole R Waldron

OPERATOR ACKNOWLEDGMENT

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 22nd day of December, 2003, by Mark R. Petry, Attorney-In-Fact for Western Gas Resources, Inc., a Delaware corporation on behalf of the corporation.

My Commission Expires: 9-11-2007

Name of Notary Printed

Gretchen M Darnay

