



3620481 05/04/2009 03:51P Weld County, CO  
1 of 15 R 76.00 D 0.00 Steve Moreno Clerk & Recorder

Recording Requested By And  
When Recorded Mail To:

Land Department  
Bonanza Creek  
4900 California Ave., #350-B  
Bakersfield, CA 93309

### ASSIGNMENT AND BILL OF SALE

STATE OF COLORADO           §  
  §  
COUNTY OF WELD           §

This ASSIGNMENT AND BILL OF SALE ("Assignment") dated the ~~27~~ day of April 2009, and effective as of 7:00 a.m., Mountain Time, on April 1, 2009, ("Effective Time"), is from **Red Willow Production, LLC, with an address of Post office Box 369, Ignacio, CO 81137** (hereinafter referred to as "Assignor") to **Bonanza Creek Resources Company, LLC**, with an address of 4900 California Avenue, Suite 350-B, Bakersfield, CA 93309, (hereinafter referred to as "Assignee").

FOR Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby GRANTS, CONVEYS, SELLS and ASSIGNS to Assignee, all of Assignor's right, title and interest in the following properties (real, personal or mixed) and rights (contractual or otherwise):

(i) Leases and Mineral Interests. All of Assignor's right, title and interest in and to all oil and gas leaseholds and oil, gas and other minerals, including working interests, carried working interests, rights of assignment and reassignment, overriding royalty interests, net revenue interests, record title interests, undeveloped locations and all other interests under or in oil, gas, or mineral leases, and interests in rights to explore for and produce oil, gas, or other minerals which are described on Exhibit "A" (the "Leases") and the lands covered thereby (the "Lands");

(ii) Rights in Production. All of Assignor's right, title and interest in and to all reversionary interests, back-in interests, production payments, net profits interests, overriding royalty interests, mineral and royalty interests in production of oil, gas, or other minerals relating to the Leases and Lands;

(iii) Wells. All of Assignor's right, title and interest in and to producing, non-producing and shut-in oil and gas wells located on the Lands and Leases including, without limitation, the wells described on Exhibit "B" (hereinafter "Wells");

(iv) Contract Rights. All of Assignor's right, title and interest in or derived from unit agreements, orders and decisions of regulatory authorities establishing or relating to units, drilling or spacing units, unit operating agreements, operating agreements, communitization agreements, surface use agreements, gas purchase agreements, oil purchase agreements, gathering agreements, transportation agreements, processing or treating agreements, farmout agreements and farmin agreements, exploration agreements, area of mutual interest agreements and any other agreements which relate to any of the Leases, Lands or Wells (hereinafter the "**Contracts**");

(v) Hydrocarbons. All oil, gas, casinghead gas, condensate, distillate, liquid Hydrocarbons, gaseous Hydrocarbons and all other products refined or extracted therefrom, together with all minerals produced in association with these substances (collectively, the "**Hydrocarbons**") in and under and which may be produced and saved from or attributable to the Leases, Lands or Wells from and after the Effective Date and all revenues, proceeds, products and other income from or attributable thereto;

(vi) Easements. All of Assignor's right, title and interest in and to all rights-of-way, easements, licenses, and servitudes appurtenant to or used in connection with the Leases, Lands or Wells to the extent such easements are assignable (hereinafter "**Easements**");

(vii) Permits. All of Assignor's right, title and interest in and to all permits and licenses of any nature owned, held or operated in connection with operations for the exploration and production of oil, gas or other minerals to the extent the same are used or obtained in connection with any of the Leases, Lands, Wells, Contracts or Easements to the extent such permits are assignable (hereinafter "**Permits**");

(viii) Equipment. All of Assignor's right, title and interest in and to all personal property, surface equipment, gathering facilities, down-hole equipment, pumps, storage tanks, separators, pipelines and pipeline taps used or obtained in connection with the Leases, Lands, Wells, Easements or Permits, less and except spare equipment or inventory including pipe, meter house(s), meters and similar equipment not presently located on or used in connection with any Wells;

(ix) Data. All land files, contract files, right of way records, surveys, maps, plats, correspondence, and other documents and instruments relating to Assignor's interests to the Leases, Lands, Wells, Hydrocarbons, Easements, Permits and Equipment, accounting and financial records, sales and property tax records, and all other books, records, and files containing financial, title or other information that relate

to the Leases, Lands, Wells, Contracts, Hydrocarbons, Easements, Permits and Equipment.

All of the properties (real, personal and mixed) and rights (contractual or otherwise) described hereinabove are referred to as "Properties".

TO HAVE AND TO HOLD the Properties, together with all and singular the rights and appurtenances therunto in anywise belonging, unto Assignee, its successors and assigns, forever, subject to the following terms and conditions:

1. Special Warranty Of Title. Assignor represents and warrants that, subject to the Permitted Encumbrances as defined in the Purchase and Sale Agreement (referenced below), the Properties are free and clear of all liens, encumbrances, security interests or other adverse claims arising by, through or under Assignor. Subject to the Permitted Encumbrances, Assignor shall warrant and defend the title to the Properties conveyed to Buyer against every person whomsoever lawfully claims the Properties or any part thereof by, through, or under Assignor, but not otherwise.

2. Compliance With Laws: This Assignment is made subject to all applicable laws, statutes, ordinances, permits, decrees, orders, judgments, rules and regulations which are promulgated, issued or enacted by a governmental entity having appropriate jurisdiction.

3. Successors and Assigns. The terms, covenants and conditions contained in this Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns, and such terms, covenants and conditions shall be covenants running with the land and with each subsequent transfer or assignment of the Properties, or any part thereof.

4. Purchase and Sale Agreement. This Assignment is made in accordance with and is subject to the terms, covenants and conditions contained in that certain PURCHASE AND SALE AGREEMENT dated April 22, 2009, by and between Assignor and Assignee ("Purchase and Sale Agreement"), the terms and provisions of which shall survive the execution and delivery of this Assignment as though repeated verbatim herein. If there is a conflict between the provisions of the Purchase and Sale Agreement and this Assignment, the provisions of the Purchase and Sale Agreement shall control the rights and obligations of the parties.

5. Further Assurances. Assignor and Assignee agree to take all such further actions and to execute, acknowledge and deliver all such further documents that are necessary or useful in carrying out the purpose of this Assignment.

6. Counterparts. This Assignment may be executed in multiple counterparts each of which shall for all purposes be deemed to be an original and all of which are identical and shall constitute one instrument.

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4 of 15 R 76.00 D 0.00 Steve Moreno Clerk & Recorder

EXECUTED on the day and year first referenced above, but effective as of the  
Effective Time.

Assignor:  
RED WILLOW PRODUCTION, LLC

By: *J R Mainwaring*  
Name: John R Mainwaring  
Title: President and COO

Assignee:  
BONANZA CREEK RESOURCES  
COMPANY, LLC

By: *Michael R. Starzer*  
Name: Michael R. Starzer  
Title: Managing Member

STATE OF COLORADO

COUNTY OF La Plata

§  
§  
§

The foregoing instrument was acknowledged before me this 1st day of May, 2009, by Theresa M. Offutt as the President of and on behalf of Red Willow Production, LLC.

My commission expires:

TERESA M. OFFUTT  
NOTARY PUBLIC  
STATE OF COLORADO

My Commission Expires 04/14/2010

Signature

Teresa M. Offutt

Name (Printed, Typed or Stamped)

Teresa M. Offutt

Notary Public in and for the

State of Colorado

### ACKNOWLEDGMENT

State of California )

County of Kern )

On April 27, 2009 before me, Monica L. Ward-Keller, Notary Public,  
(insert name and title of the officer)

personally appeared Michael R. Starzer,  
who proved to me on the basis of satisfactory evidence to be the person(s) whose  
name(s) is/are subscribed to the within instrument and acknowledged to me that  
he/she/they executed the same in his/her/their authorized capacity(ies); and that by  
his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of  
which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the  
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Monica L. Ward-Keller

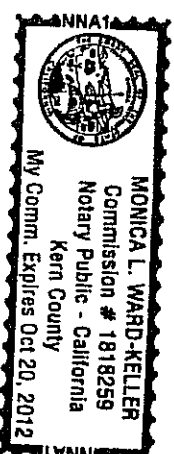


EXHIBIT "A"

Attached to and made a part of that certain Assignment and Bill of Sale dated April 27th, 2009 by and between Red Willow Production, LLC (as Assignor) and Bonanza Creek Resources Company, LLC (as Assignee).

DESCRIPTION OF PROPERTIES, LEASES AND LANDS

LEASE DATE:	June 27th, 1977
LESSOR:	Champlin Petroleum Co.
LESSEE:	Amoco Production Co.
DESCRIPTION:	<u>Township 5 North, Range 63 West, 6th P.M.</u> <u>Section 27: SE/4, NW/4, N/2SW/4</u> <u>Section 35: W/2NW/4</u> Bk.806 Rec.No.1727638
RECORDING DATA:	Bk.806 Rec.No.1727638
LEASE DATE:	November 8th, 1977
LESSOR:	Champlin Petroleum Co.
LESSEE:	Amoco Production Co.
DESCRIPTION:	<u>Township 4 North, Range 63 West, 6th P.M.</u> <u>Section 3: S/2, S/2S/2NE/4</u> <u>Township 5 North, Range 63 West, 6th P.M.</u> <u>Section 33: S/2SE/4</u> Bk.818 Rec.No.173976
RECORDING DATA:	Bk.818 Rec.No.173976
LEASE DATE:	February 5th, 1980, eff. April 1, 1980
LESSOR:	James A. Park, etux.
LESSEE:	Diversified Minerals
DESCRIPTION:	<u>Township 4 North, Range 63 West, 6th P.M.</u> <u>Section 4: E/2, Except that portion West of a parallel line North &amp; South 2,159 ft. West of the East line of Section 4.</u> Bk.901 Rec.No.1822992
RECORDING DATA:	Bk.901 Rec.No.1822992
LEASE DATE:	March 4th, 1980, eff. April 1, 1980
LESSOR:	Reinhold Croissant
LESSEE:	Diversified Minerals
DESCRIPTION:	<u>Township 4 North, Range 63 West, 6th P.M.</u> <u>Section 4: All Except that portion East of a parallel line North &amp; South 2,159 ft. West of the East line of Section 4.</u> Bk.903 Rec.No.1825068
RECORDING DATA:	Bk.903 Rec.No.1825068
LEASE DATE:	March 4th, 1980, eff. April 1, 1980
LESSOR:	Roland Croissant
LESSEE:	Diversified Minerals
DESCRIPTION:	<u>Township 4 North, Range 63 West, 6th P.M.</u> <u>Section 4: All Except that portion East of a parallel line North &amp; South 2,159 ft. West of the East line of Section 4.</u> Bk.903 Rec.No.1825070
RECORDING DATA:	Bk.903 Rec.No.1825070
LEASE DATE:	March 4th, 1980, eff. April 1, 1980
LESSOR:	Harold Croissant
LESSEE:	Diversified Minerals
DESCRIPTION:	<u>Township 4 North, Range 63 West, 6th P.M.</u>

Section 4: All Except that portion East of a parallel line North & South 2,159 ft.  
West of the East line of Section 4.  
RECORDING DATA: Bk.903 Rec.No.1825072

LEASE DATE: March 4th, 1980, eff. April 1, 1980  
LESSOR: Paul Croissant  
LESSEE: Diversified Minerals  
DESCRIPTION: Township 4 North, Range 63 West, 6th P.M.

Section 4: All Except that portion East of a parallel line North & South 2,159 ft.  
West of the East line of Section 4.  
RECORDING DATA: Bk.903 Rec.No.1825074

LEASE DATE: February 16, 1981  
LESSOR: Kenneth Walters  
LESSEE: Davis Oil Company  
DESCRIPTION: Township 4 North, Range 63 West, 6th P.M.  
Section 4: All Except that portion East of a parallel line North & South 2,159 ft.  
West of the East line of Section 4.  
RECORDING DATA: Bk.936 Rec.No.1858233

LEASE DATE: February 16, 1981  
LESSOR: James J. Davis  
LESSEE: Davis Oil Company  
DESCRIPTION: Township 4 North, Range 63 West, 6th P.M.  
Section 4: All Except that portion East of a parallel line North & South 2,159 ft.  
West of the East line of Section 4.  
RECORDING DATA: Bk.937 Rec.No.1858550

LEASE DATE: April 10, 1982  
LESSOR: Wallace Rothe, etux.  
LESSEE: Petro-Quest, Inc.  
DESCRIPTION: Township 4 North, Range 63 West, 6th P.M.  
Section 4: All Except that portion East of a parallel line North & South 2,159 ft.  
West of the East line of Section 4.  
RECORDING DATA: Bk.969 Rec.No.1893256

LEASE DATE: October 5th, 1979  
LESSOR: Ervin L. Mondt, etux  
LESSEE: Diversified Minerals  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: All Except NE/4NE/4, SW/4SW/4 & Except S/2NW/4 & Except that Portion of the NW/4NW/4 & NW/4SW/4 described as follows:  
Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning

Section 33: N/2 North and Northeasterly of the UPRC ROW  
Section 34: W/2NW/4, SE/4NW/4 & that of the SW/4 described as follows:  
Commencing at the NW corner of said SW/4; thence East on the North line of said SW/4 a distance of 1675 feet; thence South to the North line of the ROW of UPRC; thence NWly on the North line of the ROW of the UPRC to the West line of said SW/4; thence North on the West line of said SW/4 to the point of beginning  
RECORDING DATA: Bk.901 Rec.No.1822964

LEASE DATE:  
LESSOR:  
LESSEE:  
DESCRIPTION:

October 5th, 1979  
William E. Mondt, etux.  
Diversified Minerals  
Township 5 North, Range 63 West, 6th P.M.  
Section 28: All Except NE/4NE/4, SW/4SW/4 & Except S/2NW/4 & Except that Portion of the NW/4NW/4 & NW/4SW/4 described as follows: Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning  
Section 33: N/2 North and Northeasterly of the UPRC ROW  
Section 34: W/2NW/4, SE/4NW/4 & that of the SW/4 described as follows: Commencing at the NW corner of said SW/4; thence East on the North line of said SW/4 a distance of 1675 feet; thence South to the North line of the ROW of UPRC; thence NW/4 on the North line of the ROW of the UPRC to the West line of said SW/4; thence North on the West line of said SW/4 to the point of beginning  
Bk.901 Rec.No.1822966

LEASE DATE:  
LESSOR:  
LESSEE:  
DESCRIPTION:

October 5th, 1979  
Jack R. Mondt, etux  
Diversified Minerals  
Township 5 North, Range 63 West, 6th P.M.  
Section 28: All Except NE/4NE/4, SW/4SW/4 & Except S/2NW/4 & Except that Portion of the NW/4NW/4 & NW/4SW/4 described as follows: Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning  
Section 33: N/2 North and Northeasterly of the UPRC ROW  
Section 34: W/2NW/4, SE/4NW/4 & that of the SW/4 described as follows: Commencing at the NW corner of said SW/4; thence East on the North line of said SW/4 a distance of 1675 feet; thence South to the North line of the ROW of UPRC; thence NW/4 on the North line of the ROW of the UPRC to the West line of said SW/4; thence North on the West line of said SW/4 to the point of beginning  
Bk.901 Rec.No.1822968

LEASE DATE:  
LESSOR:  
LESSEE:  
DESCRIPTION:

October 5th, 1979  
Dorothy Baldwin, etvir  
Diversified Minerals  
Township 5 North, Range 63 West, 6th P.M.  
Section 28: All Except NE/4NE/4, SW/4SW/4 & Except S/2NW/4 & Except that Portion of the NW/4NW/4 & NW/4SW/4 described as follows: Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning  
Section 33: N/2 North and Northeasterly of the UPRC ROW



Section 34: W/2NW/4, SE/4NW/4 & that of the SW/4 described as follows:  
Commencing at the NW corner of said SW/4; thence East on the North line of said SW/4 a distance of 1675 feet; thence South to the North line of the ROW of UPRC; thence NWly on the North line of the ROW of the UPRC to the West line of said SW/4; thence North on the West line of said SW/4 to the point of beginning

RECORDING DATA: Bk.901 Rec.No.1822970

LEASE DATE: October 5th, 1979  
LESSOR: James R. Mondt, etux.  
LESSEE: Diversified Minerals  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

Section 28: All Except NE/4NE/4, SW/4SW/4 & Except S/2NW/4 & Except that Portion of the NW/4NW/4 & NW/4SW/4 described as follows:  
Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning

Section 33: N/2 North and Northeasterly of the UPRC ROW

Section 34: W/2NW/4, SE/4NW/4 & that of the SW/4 described as follows:  
Commencing at the NW corner of said SW/4; thence East on the North line of said SW/4 a distance of 1675 feet; thence South to the North line of the ROW of UPRC; thence NWly on the North line of the ROW of the UPRC to the West line of said SW/4; thence North on the West line of said SW/4 to the point of beginning

RECORDING DATA: Bk.901 Rec.No.1822972

LEASE DATE: October 25th, 1984  
LESSOR: Eva Pearl Humphrey  
LESSEE: Rock Oil Corp.  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

Section 28: That portion of the NW/4NW/4 & NW/4SW/4 lying within the tract of land described as follows: Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning.

RECORDING DATA: Bk.1048 Rec.No.1986886

LEASE DATE: October 25th, 1984  
LESSOR: William J. Pritchard, etux.  
LESSEE: Rock Oil Corp.  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

Section 28: That portion of the NW/4NW/4 & NW/4SW/4 lying within the tract of land described as follows: Beginning at Point on the West line of the N/2SW/4 which is intersected by ROW of Empire Inlet Ditch; thence Southeasterly along the North ROW of Empire Inlet Ditch to a point which is 330 feet East of the West line; thence North parallel to West line a distance of 1,848 feet; thence West 330 feet to the West line of Section 28; thence South on the West line of Section to the point of beginning.

RECORDING DATA: Bk.1048 Rec.No.1986885

LEASE DATE: December 1st, 1984  
LESSOR: Dae G. Huck, a single man  
LESSEE: Rock Oil Corporation  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: NE/4NE/4  
Bk.1052 Rec.No.1992376

LEASE DATE: December 1st, 1984  
LESSOR: James W. Harlan, etux.  
LESSEE: Rock Oil Corporation  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: NE/4NE/4  
Bk.1052 Rec.No.1992377

LEASE DATE: December 1st, 1984  
LESSOR: Amerigo D. DiLauro, a widower  
LESSEE: Rock Oil Corporation  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: NE/4NE/4  
Bk.1054 Rec.No.1994350

LEASE DATE: December 1st, 1984  
LESSOR: Hugh Joseph Huck, Jr. etux  
LESSEE: Rock Oil Corporation  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: NE/4NE/4  
Bk.1054 Rec.No.1994351

LEASE DATE: March 8, 2001  
LESSOR: Herman G. Peterson, etux.  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: SW/4SW/4  
Reception.No.2842068

LEASE DATE: March 8, 2001  
LESSOR: Vera E. Peterson, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: SW/4SW/4  
Reception.No.2842069

LEASE DATE: March 8, 2001  
LESSOR: Sigrid Heinze, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: SW/4SW/4  
Reception.No.2842070

LEASE DATE: April 6th, 2001  
LESSOR: Ruth E. Bernhardt, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Section 28: SW/4SW/4  
Reception.No.2842074

LEASE DATE: March 8, 2001  
LESSOR: Aderine L. Fredrich  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

RECORDING DATA: Reception.No.2842072

LEASE DATE: April 6th, 2001  
LESSOR: Marjory Peterson, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: SW/4SW/4  
Reception.No.2843791

RECORDING DATA:  
LEASE DATE: March 8, 2001  
LESSOR: Terry D. Redman, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: SW/4SW/4  
Reception.No.2842071

RECORDING DATA:  
LEASE DATE: April 6th, 2001  
LESSOR: Lynn D. Redman, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: SW/4SW/4  
Reception.No.2842073

RECORDING DATA:  
LEASE DATE: April 6th, 2001  
LESSOR: LeRoy (Jim) Peterson, etux.  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: SW/4SW/4  
Reception.No.2843337

RECORDING DATA:  
LEASE DATE: April 6th, 2001  
LESSOR: John Peterson, etux.  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: SW/4SW/4  
Reception.No.2842076

RECORDING DATA:  
LEASE DATE: April 6th, 2001  
LESSOR: Jo Anne McCargar  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: SW/4SW/4  
Reception.No.2842075

RECORDING DATA:  
LEASE DATE: July 19th, 2001  
LESSOR: Randy Peterson, etux.  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 28: A tract in the SW/4SW/4 described as follows: Beginning at the Southwest corner of Section 28; thence North 920 feet to the centerline of Weld Co. Rd. 380; thence Southeasterly 1200 feet along the centerline of Weld Co.

Rd. 380 to the South line of the SW/4SW/4; thence West 780 feet along the south line to the point of beginning.

RECORDING DATA: Reception.No.2869738

LEASE DATE: January 15th, 2002  
LESSOR: Harvey C. Krautschun, etux.  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

Section 33: Lot B of Recorded Exemption No. 0965-33-1-RE2599 recorded December 21, 1999 at Reception No. 2739921 being a part of the N/2 lying North of the County Road ROW and South of the Union Pacific Railroad ROW  
Reception.No.2926047

LEASE DATE: September 10th, 2002  
LESSOR: Iris A. Krautschun, a widow  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

Section 33: Lot B of Recorded Exemption No. 0965-33-1-RE2599 recorded December 21, 1999 at Reception No. 2739921 being a part of the N/2 lying North of the County Road ROW and South of the Union Pacific Railroad ROW  
Reception.No.3001029

LEASE DATE: January 15th, 2002  
LESSOR: Roger D. Krautschun, etux.  
LESSEE: Sovereign Energy LLC  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.

Section 33: Lot B of Recorded Exemption No. 0965-33-1-RE2599 recorded December 21, 1999 at Reception No. 2739921 being a part of the N/2 lying North of the County Road ROW and South of the Union Pacific Railroad ROW  
Reception.No.2926048

LEASE DATE: June 1, 2000  
FEDERAL LEASE NO. COC63737  
LESSOR: Bureau of Land Management.  
LESSEE: CFG Energy, Inc.  
DESCRIPTION: Township 5 North, Range 63 West, 6th P.M.  
Section 22: W/2, W/2E/2  
Reception.No.2790574



EXHIBIT "B"

Attached to and made a part of that certain Assignment and Bill of Sale dated April 22 , 2009 by and between Red Willow Production, LLC (as Assignor)  
and Bonanza Creek Resources Company, LLC (as Assignee).

WELLS

Enertia #	Well Name	Form.	Status	API NO.	TwN-Rng, Sec. Q/Q	Operator	Spacing	GWI	NRI	ORRI
01250.01	CROISSANT 1	J Sand	PDP	05-123-10864	3-4N-63W SWSW	Red Willow		0.97070313	0.74190660	0.00990000
01250.03	CROISSANT 1	Cd/Nb	PDNP	05-123-10864	3-4N-63W SWSW	Red Willow		0.97070313	0.74190660	0.00990000
01251.02	PARK 32-4	J Sand	PDP	05-123-20572	4-4N-63W SWNE	Red Willow		0.82527344	0.63047872	0.02447398
01251.03	PARK 32-4	Cd/Nb	PDP	05-123-20572	4-4N-63W SWNE	Red Willow		0.82527344	0.63047872	0.02447398
01252.01	PARK 34-4	J Sand	PDP	05-123-20563	4-4N-63W SWSE	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01252.02	PARK 34-4	Cd/Nb	PDP	05-123-20563	4-4N-63W SWSE	Red Willow		0.82531952	0.65599570	0.01389243
01253.01	PARK 41-4	J Sand	PDP	05-123-12204	4-4N-63W NENE	Red Willow	N/2	0.97070313	0.75019876	0.02984632
01253.02	PARK 41-4	CdI	PDP	05-123-12204	4-4N-63W NENE	Red Willow		0.97070313	0.75019876	0.02984632
01254.01	WETCO FARMS 12-4	J Sand	PDP	05-123-20274	4-4N-63W SWNW	Red Willow	N/2	0.82527344	0.63047872	0.02447398
01254.02	WETCO FARMS 12-4	Cd/Nb	PDP	05-123-20274	4-4N-63W SWNW	Red Willow		0.82527344	0.63047872	0.02447398
01255.01	WETCO FARMS 14-4	Dk	PDP	05-123-20862	4-4N-63W SWSW	Red Willow	S/2	0.82000000	0.65580249	0.01238552
01255.02	WETCO FARMS 14-4	J Sand	PDP	05-123-20862	4-4N-63W SWSW	Red Willow		0.82531952	0.65599570	0.01389243
01255.03	WETCO FARMS 14-4	Cd/Nb	PDP	05-123-20862	4-4N-63W SWSW	Red Willow		0.82531952	0.65599570	0.01389243
01257.01	WETCO FARMS 21-4	J Sand	PDP	05-123-20186	4-4N-63W NENW	Red Willow	N/2	0.82527344	0.63047872	0.02447398
01257.02	WETCO FARMS 21-4	Cd/Nb	PDP	05-123-20186	4-4N-63W NENW	Red Willow		0.82527344	0.63047872	0.02447398
01258.01	WETCO FARMS 23-4	J Sand	PDP	05-123-20378	4-4N-63W NESW	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01258.02	WETCO FARMS 23-4	Cd/Nb	PDP	05-123-20378	4-4N-63W NESW	Red Willow		0.82531952	0.65599570	0.01389243
01259.01	DOW 21-28	J Sand	PDNP	05-123-20383	28-5N-63W NENW	Red Willow	N/2	0.82527344	0.63966571	0.02406007
01259.02	DOW 21-28	Cd/Nb	PDP	05-123-20383	28-5N-63W NENW	Red Willow		0.82527344	0.63966571	0.02406007
01260.02	DOW 32-28	J Sand	PDP	05-123-20656	28-5N-63W SWNE	Red Willow		0.82527344	0.63966571	0.02406007
01260.03	DOW 32-28	Cd/Nb	PDP	05-123-20656	28-5N-63W SWNE	Red Willow		0.82527344	0.63966571	0.02406007
01261.01	DOW 34-28	Dk	PDP	05-123-20657	28-5N-63W SWSE	Red Willow		0.82000000	0.66003146	0.01254834
01261.02	DOW 34-28	Js	PDP	05-123-20657	28-5N-63W SWSE	Red Willow		0.85691407	0.68794139	0.01267509
01261.03	DOW 34-28	Cd/Nb	PDP	05-123-20657	28-5N-63W SWSE	Red Willow		0.85691407	0.68794139	0.01267509
01262.01	DOW 43-28	Dlc	PDP	05-123-20594	28-5N-63W NESE	Red Willow		0.82000000	0.65849844	0.01267509
01262.02	DOW 43-28	J Sand	PDP	05-123-20594	28-5N-63W NESE	Red Willow		0.85691407	0.68794139	0.01267509
01262.03	DOW 43-28	Cd/Nb	PDNP	05-123-20594	28-5N-63W NESE	Red Willow		0.85691407	0.68794139	0.01267509
01263.01	MONDT 1	Dk	PDP	05-123-12179	28-5N-63W NWNE	Red Willow	N/2	1.00000000	0.81606251	0.01600821
01263.02	MONDT 1	J Sand	PDP	05-123-12179	28-5N-63W NWNE	Red Willow		0.97070313	0.76098826	0.02934155
01263.03	MONDT 1	Cd/Nb	PDP	05-123-12179	28-5N-63W NWNE	Red Willow		0.97070313	0.76098826	0.02934155
01264.02	PERKINS 12-27	J Sand	PDP	05-123-20086	27-5N-63W SWNW	Red Willow		0.82761718	0.64117986	
01264.03	PERKINS 12-27	Cd/Nb	PDP	05-123-20086	27-5N-63W SWNW	Red Willow		0.82761718	0.66417791	

01265.02	PETERSON 14-28	J Sand	PDP	05-123-20543	28-5N-63W SWSW	Red Willow		0.92845703	0.74537698	0.01267508
01265.03	PETERSON 14-28	Cd/Nb	PDP	05-123-20543	28-5N-63W SWSW	Red Willow		0.92845703	0.74537698	0.01267508
01277.02	DOW 23-28	J Sand	PDP	05-123-20593	28-5N-63W NESW	Red Willow		0.85414551	0.68571874	0.01267509
01277.03	DOW 23-28	Cd/Nb	PDP	05-123-20593	28-5N-63W NESW	Red Willow		0.85414551	0.68571877	0.01267509
01278.02	CENTENNIAL 32-33	J Sand	PDP	05-123-21239	33-5N-63W SWNE	Noble Energy		0.38453283	0.30457426	0.00106720
01279.02	DOW 41-33	J Sand	PDP	05-123-21329	33-5N-63W NENE	Red Willow		0.38453273	0.30845791	0.00106720
01279.03	DOW 41-33	Cd/Nb	PDP	05-123-21329	33-5N-63W NENE	Red Willow		0.38453273	0.30845791	0.00106720
01280.01	PARK 43-4	J Sand	PDP	05-123-20571	4-4N-63W NESE	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01280.02	PARK 43-4	Cd/Nb	PDP	05-123-20571	4-4N-63W NESE	Red Willow		0.82531952	0.65599570	0.01389243
01281.02	DOW 12-28	J Sand	PDNP	05-123-20581	28-5N-63W SWNW	Red Willow		0.82527344	0.63966571	0.02406007
01281.03	DOW 12-28	Cd/Nb	PDP	05-123-20581	28-5N-63W SWNW	Red Willow		0.82527344	0.63966571	0.02406007
01282.02	PERKINS 14-22	J Sand	PDP	05-123-20085	22-5N-63W SWSW	Red Willow		0.82000000	0.68333333	
01282.03	PERKINS 14-22	Cd/Nb	PDP	05-123-20085	22-5N-63W SWSW	Red Willow		0.82000000	0.68333333	
01283.01	PERKINS 12-22	J Sand	PDP	05-123-21080	22-5N-63W SWNW	Red Willow		0.82000000	0.68333333	
01283.02	PERKINS 12-22	Cd/Nb	PDP	05-123-21080	22-5N-63W SWNW	Red Willow		0.82000000	0.68333333	
01284.01	CORLISS 21-33	Dk	PDP	05-123-21003	33-5N-63W NENW	Noble Energy		0.39534884	0.31797939	
01305.02	PERKINS 21-27	J Sand	PDP	05-123-21848	27-5N-63W NENW	Red Willow		0.82761718	0.64117986	
01305.03	PERKINS 21-27	Cd/Nb	PDP	05-123-21848	27-5N-63W NENW	Red Willow		0.82761718	0.64117986	
01317.02	HUCK 41-28	J Sand	PDP	05-123-21882	28-5N-63W NENE	Red Willow		1.00000000	0.78489633	0.02934155
01317.03	HUCK 41-28	Cd/Nb	PDP	05-123-21882	28-5N-63W NENE	Red Willow		1.00000000	0.78489633	0.02934155
01368.01	PERKINS 34-22	J Sand	PDP	05-123-22033	22-5N-63W SWSE	Red Willow		0.82000000	0.68333333	
01368.02	PERKINS 34-22	Cd/Nb	PDP	05-123-22033	22-5N-63W SWSE	Red Willow		0.82000000	0.68333333	
01369.01	PERKINS 32-22	J Sand	PDP	05-123-22034	22-5N-63W SWNE	Red Willow		0.82000000	0.68333333	
01369.02	PERKINS 32-22	Cd/Nb	PDP	05-123-22034	22-5N-63W SWNE	Red Willow		0.82000000	0.68333333	
01370.02	PERKINS 23-22	J Sand	PDP	05-123-22029	22-5N-63W NESW	Red Willow		0.82000000	0.68333333	
01370.03	PERKINS 23-22	Cd/Nb	PDP	05-123-22029	22-5N-63W NESW	Red Willow		0.82000000	0.68333333	
01371.01	PERKINS 21-22	J Sand	PDP	05-123-22030	22-5N-63W NENW	Red Willow		0.82000000	0.68333333	
01371.02	PERKINS 21-22	Cd/Nb	PDP	05-123-22030	22-5N-63W NENW	Red Willow		0.82000000	0.68333333	
01463.01	PARK 33-4	J Sand	PDP	05-123-22696	4-4N-63W NWSE	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01463.02	PARK 33-4	Cd/Nb	PDP	05-123-22696	4-4N-63W NWSE	Red Willow		0.82531952	0.65599570	0.01389243
01464.01	PARK 42-4	J Sand	PDP	05-123-22448	4-4N-63W SENE	Red Willow	N/2	0.82527344	0.63047872	0.02447398
01464.02	PARK 42-4	Cd/Nb	PDP	05-123-22448	4-4N-63W SENE	Red Willow		0.82527344	0.63047872	0.02447398
01465.01	PARK 44-4	J Sand	PDP	05-123-22697	4-4N-63W SESE	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01465.02	PARK 44-4	Cd/Nb	PDP	05-123-22697	4-4N-63W SESE	Red Willow		0.82531952	0.65599570	0.01389243
01466.01	WETCO FARMS 24-4	J Sand	PDP	05-123-22502	SES 4-4N-63W	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01466.02	WETCO FARMS 24-4	Cd/Nb	PDP	05-123-22502	SES 4-4N-63W	Red Willow		0.82531952	0.65599570	0.01389243
01467.01	WETCO FARMS 31-4	J Sand	PDP	05-123-22716	NWNE 4-4N-63W	Red Willow	N/2	1.00000000	0.77376713	0.02984632
01467.02	WETCO FARMS 31-4	Cd/Nb	PDP	05-123-22716	NWNE 4-4N-63W	Red Willow		1.00000000	0.77376713	0.02984632
01468.01	WETCO FARMS 22-4	J Sand	PDP	05-123-22500	4-4N-63W SENW	Red Willow	N/2	0.82527344	0.63047872	0.02447398
01468.02	WETCO FARMS 22-4	Cd/Nb	PDP	05-123-22500	4-4N-63W SENW	Red Willow		0.82527344	0.63047872	0.02447398
01469.01	WETCO FARMS #11-4	Dk	PDP	05-123-22501	4-4N-63W NWNW	Red Willow	N/2	0.82527344	0.63047872	0.02447398
01469.02	WETCO FARMS #11-4	J Sand	PDNP	05-123-22501	4-4N-63W NWNW	Red Willow		0.82527344	0.63047872	0.02447398
01469.03	WETCO FARMS #11-4	Cd/Nb		05-123-22501	4-4N-63W NWNW	Red Willow		0.82527344	0.63047872	0.02447398



01470.01	WETCO FARMS 13-4	J Sand	PDP	05-123-22449	4-4N-63W NWSW	Red Willow	S/2	0.82531952	0.65599570	0.01389243
01470.02	WETCO FARMS 13-4	Cd/Nb	PDP	05-123-22449	4-4N-63W NWSW	Red Willow		0.82531952	0.65599570	0.01389243
01471.01	70 Ranch 22-27	J Sand	PDP	05-123-22705	5N-63W, 27 SENW	Red Willow		0.85691406	0.66417791	
01471.02	70 Ranch 22-27	Cd/Nb	PDP	05-123-22705	5N-63W, 27 SENW	Red Willow		0.85691406	0.66417791	
01472.01	70 Ranch 11-27	J Sand	PDP	05-123-22703	5N-63W, 27 NWNW	Red Willow		0.82761719	0.64117986	
01472.02	70 Ranch 11-27	Cd/Nb	PDP	05-123-22703	5N-63W, 27 NWNW	Red Willow		0.82761719	0.64117986	
01473.01	70 Ranch 13-27	Dk	PDNP	05-123-22704	5N-63W, 27 NWSW	Red Willow		0.90437500	0.68763440	
01473.02	70 Ranch 13-27	J Sand	PDP	05-123-22704	5N-63W, 27 NWSW	Red Willow		0.90437500	0.68763440	
01473.03	70 Ranch 13-27	Cd/Nb	PDP	05-123-22704	5N-63W, 27 NWSW	Red Willow		0.90437500	0.68763440	
01512.01	CENTENNIAL #12-33	J Sand	PDP	05-123-21241	5N-63W, 33 SWNW	Noble Energy		0.38453283	0.30457426	0.00106720
01512.02	CENTENNIAL #12-33	Cdl	PDNP	05-123-21241	5N-63W, 33 SWNW	Noble Energy		0.38453283	0.30457426	0.00106720
01902.01	DOW-LAURA 3-28	Dk	PDNP	05-123-21000	28-5N-63W NENW	TARH E&P HOLDINGS, LP				
01932.01	LAURA #8-28 Cd/Nb	DK	PDNP	05-123-23332	28-5N-63W SENE	Bonanza Creek Operating Co		0.28700000	0.23421000	
01932.02	LAURA #8-28 Cd/Nb	J Sand	PDNP	05-123-23332	28-5N-63W SENE	Bonanza Creek Operating Co		0.28884570	0.22382550	0.02406010
01932.03	LAURA #8-28 Cd/Nb	Cd/Nb	PDP	05-123-23332	28-5N-63W SENE	Bonanza Creek Operating Co		0.28884570	0.22382550	0.02406010

