

AR2007197

**DECLARATION OF CONSOLIDATION OF
OIL AND GAS LEASEHOLD ESTATES**

THIS instrument is made and executed this 29th day of March, 1985, by Rock Oil Corporation, Brandon Drilling Program, L.P., a limited partnership of which Rock Oil Corporation is general partner, and Samuel T. Alcus, III.

WHEREAS, Rock Oil Corporation and Samuel T. Alcus, III (hereinafter referred to as the "Parties") desire to provide for the prevention of waste, conservation and the greatest ultimate recovery of oil and gas under and pursuant to the terms and provisions of the oil and gas leases described in Exhibit "A" hereto annexed and made a part hereof, and to that end desire to unitize and consolidate said oil and gas leases into a consolidated oil and gas leasehold estate insofar as they cover oil and gas produced therefrom.

NOW, THEREFORE, in consideration of the premises, the Parties, pursuant to the right, power and authority conferred upon them as lessees, or as lessees by assignment, whichever is applicable, in and to the oil and gas leases described on Exhibit "A" do hereby pool, consolidate and unitize said leases (including the Parties' interest therein now owned or hereafter acquired) insofar as they cover the oil and gas estate in all formations from the surface to the base of the J Sandstone Formation insofar and only insofar as said leases cover the following described lands situated in Weld County, Colorado, to wit:


Township 4 North, Range 63 West, 6th P.M.
Section 4: N/2

into a consolidated gas leasehold estate and unitized area for the development and operation of the same for the production of oil and/or gas.

In addition to the foregoing, Rock Oil Corporation, Brandon Drilling Program, L.P., and Samuel T. Alcus, III do herewith terminate that certain Declaration of Consolidation of Oil and Gas Leasehold Estates executed by them and covering the NE/4 of Section 4, Township 4 North, Range 63 West, 6th P.M., previously executed and recorded (herein "the Prior Declaration"), and do herewith declare that this document is intended to replace, supercede and amend the Prior Declaration, and do further herewith declare that the termination of the Prior

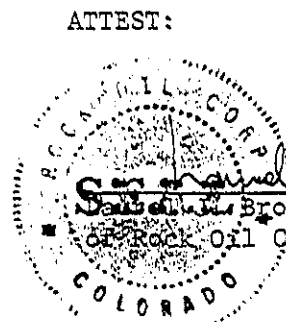
Declaration is effective the date of first production from the unitized area herein established. Brandon Drilling Program, L.P. does join in this document solely to terminate the Prior Declaration to which it was a party, and does further declare and state that it claims no interest in and to any oil and gas well located on the unitized area or production therefrom, under this document, under the Prior Declaration, or otherwise.

EXECUTED the day and year first above written, but effective the date of first production from the unitized area.

 ATTEST:
Laurel J. Brown
Laurel J. Brown, Asst. Secretary
COLORADO

ROCK OIL CORPORATION

By: Nebil G. Zarif
Nebil G. Zarif, President

ATTEST:
 Laurel J. Brown
Laurel J. Brown, Asst. Secretary
of Rock Oil Corporation
COLORADO

BRANDON DRILLING PROGRAM
ROCK OIL CORPORATION,
GENERAL PARTNER

By: Nebil G. Zarif
Nebil G. Zarif, President

SAMUEL T. ALCUS, III

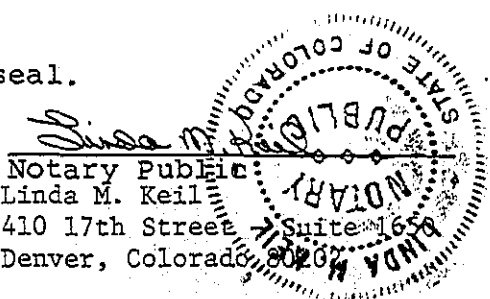
By: Samuel T. Alcus, III
Samuel T. Alcus, III

STATE OF Colorado)
City and) ss.
COUNTY OF Denver)

Subscribed and sworn to before me this 29th day of March, 1985, by Nebil G. Zarif, President of Rock Oil Corporation on behalf of the corporation and on behalf of Brandon Drilling Program, L.P., of which Rock Oil Corporation is general partner.

WITNESS my hand and official seal.

My commission expires: October 27, 1985


 Linda M. Keil
Notary Public
410 17th Street - Suite 16
Denver, Colorado 80202

STATE OF LOUISIANA)
PARISH) ss.
COUNTY OF ORLEANS)

Subscribed and sworn to before me this 12th day of 1985, by Samuel T. Alcus, III.

WITNESS my hand and official seal.

My commission expires: AT MY DEATH

 Edward M. Heller
Notary Public
EDWARD M. HELLER
NOTARY PUBLIC
Parish of Orleans, State of Louisiana
My Commission is issued for life.