

June 7, 2011



Diamond Elk, LLC
P. O. Box 536
Parachute, CO 81635

EXPLORATION & PRODUCTION
Williams Production RMT Company LLC
1001 17th Street, Suite 1200
Denver, CO 80202
303/572-3900 main
303/629-8281 fax

**Re: Township 7 South, Range 95 West, 6th P.M.
Sections 1 and 12
Township 6 South, Range 95 West, 6th P.M.
Section 36
Parachute Field, Garfield County, CO**

Ladies and Gentlemen:

Please execute both copies of this letter below to acknowledge the following:

- Diamond Elk, LLC, a Colorado limited liability company, is the surface owner, hereinafter referred to as "Surface Owner", of the surface locations for the wells (the "Wells") to be drilled and described on the attached Exhibit "A".
- Williams Production RMT Company, now known as Williams Production RMT Company LLC ("Williams") and Surface Owner have reviewed the surface locations for the Wells to be drilled and have discussed the related access roads.
- Williams and Surface Owner have entered into a Surface Use Agreement which describes the subject Wells to be drilled and approves the specific locations for the drilling and completion operations.

Sincerely,
Williams Production RMT Company LLC

A handwritten signature in cursive script that reads "Annette L. Apperson".

Annette L. Apperson
Senior Landman

Surface Owner

Diamond Elk, LLC

By: _____

Name: **Joseph P. Barrett**
Title: **Assistant Secretary**

Date: _____

6-15-11

Exhibit "A"
Attached to and made a part of the
Surface Use Letter Agreement dated June 15, 2011,
Between Diamond Elk, LLC, Surface Owner, and
Williams Production RMT Company LLC, Operator

Proposed Wells	Surface Location	Name of Existing Well Pad where the New Well will be Located	Plat Available	Comment
PA 331-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 431-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 332-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 432-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 41-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 341-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 441-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 541-1	SWNE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 342-1	SENE 1-T7S-R95W	GV 83-1	Yes	Producing
PA 313-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 413-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 513-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 14-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 314-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 414-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 23-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 323-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 423-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 523-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 24-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 324-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 424-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 524-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 512-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 522-1	NWSW 1-T7S-R95W	GV 84-1	Yes	Producing
PA 33-2	NWSW 1-T7S-R95W	GV 84-1	Yes	
PA 333-2	NWSW 1-T7S-R95W	GV 84-1	Yes	
PA 433-2	NWSW 1-T7S-R95W	GV 84-1	Yes	

PA 34-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 334-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 434-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 534-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 43-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 343-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 443-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 543-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 44-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 344-2	NWSW 1-T7S-R95W	GV 84-1	Yes
PA 444-2	NWSW 1-T7S-R95W	GV 84-1	Yes

PA 33-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 333-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 433-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 533-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 334-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 434-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 43-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 343-1	SWSE 1-T7S-R95W	GV 88-1	No	Location Abandoned
PA 443-1	SWSE 1-T7S-R95W	GV 88-1	No	Location Abandoned
PA 44-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing
PA 344-1	SWSE 1-T7S-R95W	GV 88-1	Yes	Producing

PA 11-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 311-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 411-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 511-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 12-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 312-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 412-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 321-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 421-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 521-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 322-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 422-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
PA 522-12	NWNW 12-T7S-R95W	PA 21-12	Yes	Producing
W 12-12 PA	NWNW 12-T7S-R95W	PA 21-12	Yes	Location Abandoned

PA 31-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 331-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 431-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing

PA 531-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 32-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 332-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 432-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 532-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 341-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 441-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 541-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 342-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 442-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 542-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 642-12	NWNE 12-T7S-R95W	PA 41-12	Yes	Producing
PA 333-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 433-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 334-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 434-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 534-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 343-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 443-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 543-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 44-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 344-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 444-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing
PA 544-36	SWSE 36-T6S-R95W	PA 34-36	Yes	Producing