

**MEMORANDUM OF  
SURFACE USE AGREEMENT**

WHEREAS on the date notarized as referenced below and effective the 25<sup>th</sup> day of May, 2008, **Miller Land & Cattle Company**, ("Owner") entered into a Surface Damage and Release Agreement with **Bill Barrett Corporation**, ("Operator"), covering the below described lands in Garfield County, Colorado ("Surface Use Agreement").

Township 6 South, Range 91 West, 6th P.M.

Section 31: S2NE, S2NW, W2SW, SE

Section 32: SW

Township 6 South, Range 92 West, 6th P.M.

Section 35: SENE, E2SE

Section 36: S2N2, S2

Township 7 South Range 91 West, 6th P.M.

Section 5: Lot 4, S/2SW/4

Section 6: Lots 1,2,4,5, SESW, SWSE

Township 7 South Range 92 West, 6th P.M.

Section 1: Lot 1, E2E2SE

**WHEREAS** said Surface Use Agreement provides for, among other things, the right to enter upon and use the Owner's property for the purpose of accessing wellsites and related facilities and the drilling, maintaining and operating said well and associated facilities upon the above described lands of Owner, and said Surface Use Agreement sets forth payment of specific amounts to cover damages resulting from the construction, use and maintenance of the well site location(s); and,

**WHEREAS**, Said Surface Use Agreement further provides for the waiver by Owner of all thirty (30) day notices as required by the COGCC for ensuing APDs and as may be required under consultation provisions of the COGCC Rule 305 and 306; and,

**WHEREAS**, Said Surface Use Agreement, with all of its terms, conditions, covenants and other provisions, is referred to and incorporated into this Memorandum for all purposes; provided, however, that in the event of any conflict between the terms and provisions of the Surface Use Agreement and the terms and provisions of this Memorandum, the terms and provisions of the Surface Use Agreement shall control.

**NOW THEREFORE** this Memorandum is placed of record for the purpose of giving notice of the Surface Damage and Release Agreement.

**Owner:**

Miller Land & Cattle Company

**Operator:**

Bill Barrett Corporation

By:   
Ruth Miller

By:   
Huntington T. Walker  
Senior Vice-President – Land



LAND OWNER CERTIFICATION

I (We) hereby certify that we have been provided with a copy of the Surface Use Plan for the Miller Federal 23A-6-791, located in SESW (surface) & NESW (bottom hole) of Section 6, Township 7 South, Range 91 West, 6<sup>th</sup> P.M., attached hereto.

Signed this 5 day of June, 2008.

Miller Land & Cattle Co.

Marty Miller

By: Marty Miller (print name)

Title: Manager / owner