

**MEMORANDUM OF
SURFACE USE AGREEMENT**

WHEREAS, on the 22nd day of December, 2004, **Donald A. Epperly and Joan P. Epperly**, husband and wife, ("Owners") entered into a Surface Use Agreement with **Bill Barrett Corporation**, ("Operator"), covering the below described lands in Garfield County, Colorado.

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

Section 23: NW/4SW/4, SW/4SW/4, SE/4SW/4

SEE ATTACHED EXHIBIT "A"

WHEREAS said Agreement provides for, among other things, the right to enter upon and use the Owner's property for the purpose of erecting and maintaining well site location(s) for one (1) or more wells on Owner's land. Said agreement sets forth payment of specific amounts to cover damages resulting from the construction, use and maintenance of the well site locations(s). Said Agreement, with all of its terms, conditions, covenants and other provisions, is referred to and incorporated into this Memorandum for all purposes.

NOW THEREFORE, this Memorandum is placed of record for the purpose of giving notice of the Surface Use Agreement.

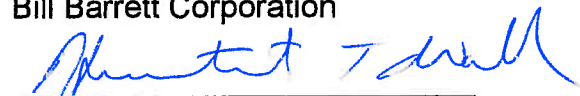
OWNERS:

X 
Donald A. Epperly

X 
Joan P. Epperly

OPERATOR:

Bill Barrett Corporation


Name: HUNTINGTON T. WALKER

Title: VICE PRESIDENT - LAND

493
1511
(3)

ACKNOWLEDGEMENTS

State of COLORADO)
) §
County of GARFIELD)

On this 22nd day of December, 2004, before me personally appeared Donald A. Epperly and Joan P. Epperly, husband and wife, known to me to be the person(s) described in and who executed the foregoing instrument, and who acknowledged to me that they executed the same.

(SEAL)

My Commission expires:

11/07/2005

Notary Public

Therese V. Jan
Address: P.O. Box 1223
Glenwood Springs, CO 81602



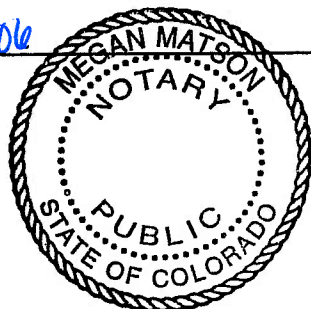
State of COLORADO)
) §
City and County of DENVER)

On this 7th day of JANUARY, 2004, before me personally appeared, HUNTINGTON T. WALKER-VP/ANID for Bill Barrett Corporation, known to me to be the person described in and who executed the foregoing instrument, and who acknowledged to me that he executed the same.

(SEAL)

My Commission expires:

3/1/2006



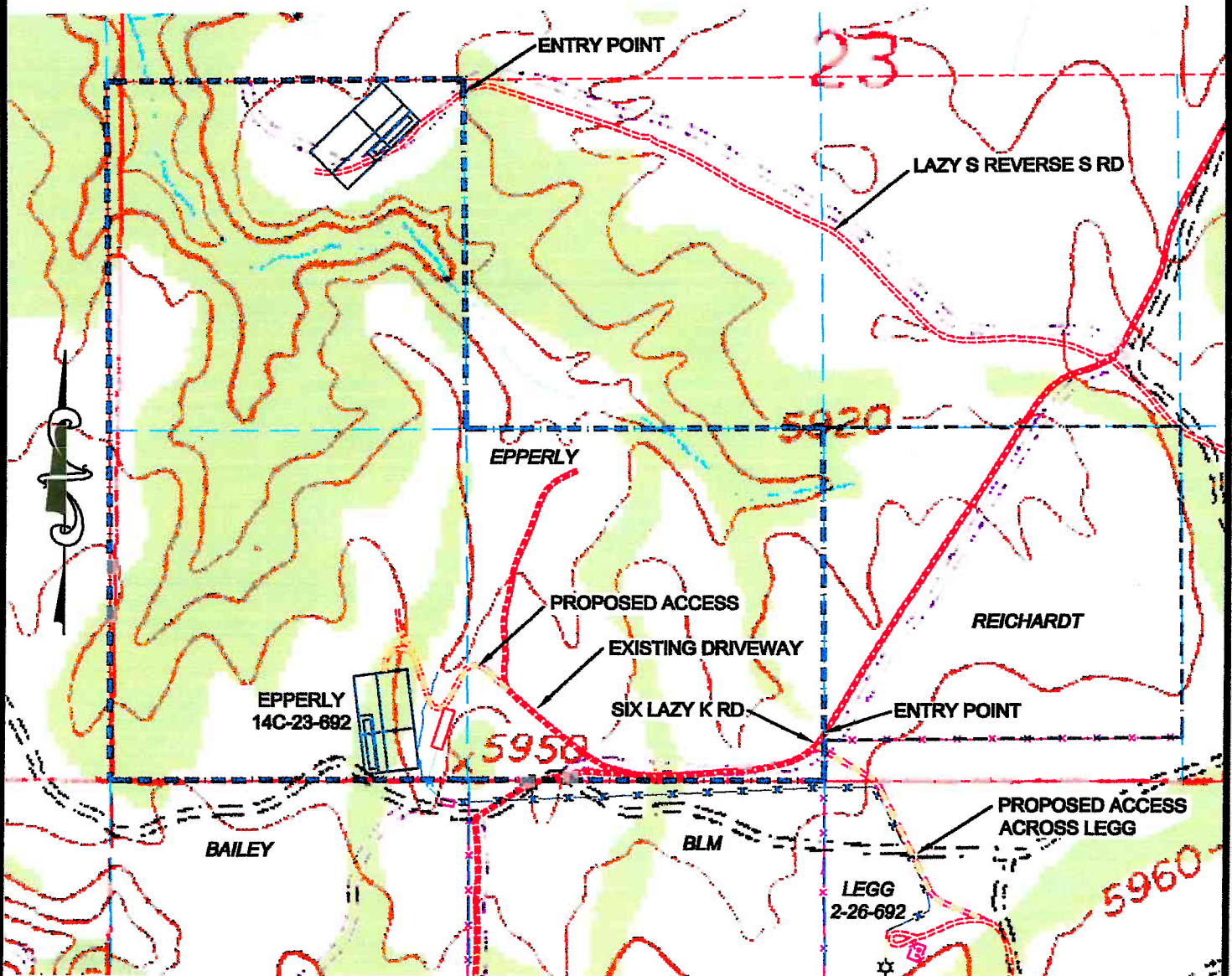
My Commission Expires 3/1/2006

Notary Public

Meghan
Address: 1099 18TH ST. STE 2300
DENVER CO. 80202

EXHIBIT "A"

Attached to and made part of that certain Memorandum of Surface Use Agreement dated December 22, 2004, by and between Donald A. Epperly and Joan P. Epperly, husband and wife, (Owner) and Bill Barrett Corporation (Barrett), covering certain lands in Township 6 South, Range 92 West, 6th P.M. Section 23: NW/4SW/4, SW/4SW/4, SE/4SW/4, Garfield County, Colorado



ACCESS FOOTAGES:

±925' OF PROPOSED ACCESS ON LEGG

±685' OF EXISTING ACCESS ALONG 6 LAZY K ROAD ON EPPERLY PROPERTY

±575' OF EXISTING ACCESS ON EPPERLY

±750' OF PROPOSED ACCESS ON EPPERLY

LEGEND:



ECLIPSE
surveying

1874 SIX LAZY K RD, NEW CASTLE, CO 81647
(970) 626-4566

SCALE: 1" = 600'

DATE: 12/22/04

SHEET: 1 of 1

FILE: EPPERLY ACCESS

B Bill Barrett Corporation

SEC. 23, T. 6 S., R. 92 W. of the 6TH P.M.
GARFIELD COUNTY, COLORADO



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3 of 3 R 16.00 D 0.00 GARFIELD COUNTY CO