

Surface Use Agreement

This Surface Use Agreement is made and entered into this 26th day of February, 2004, by and between Lloyd Linnebur and Shirley A. Linnebur, 800 N. Highway 36, Byers, Colorado 80103 (collectively, "Linnebur"), and CFG Energy, Inc., a Colorado corporation, 3932 West 18th Street Lane, Greeley, Colorado 80634 ("CFG").

BACKGROUND

CFG owns oil and gas leasehold interests covering the following lands in Weld County, Colorado (the "Property"):

Township 5 North, Range 61 West

Section 5: All
 Section 6: All
 Section 7: All
 Section 8: NE $\frac{1}{4}$, SW $\frac{1}{4}$
 Section 17: S/2, NW/4
 Section 18: All

CFG intends to drill various wells in search of oil and gas upon the Property, and Linnebur owns the surface of the Property. The parties desire to memorialize their agreement concerning use of the surface owned by Linnebur for CFG's drilling and other operations.

AGREEMENT

In consideration of the execution and delivery by CFG of an Assignment of Overriding Royalty Interest contemporaneously herewith, Linnebur and CFG agree as follows:

1. For purposes of this Agreement, a "well" means a well drilled or caused to be drilled by CFG on the Property.
2. No well or production equipment shall be located within three hundred (300) feet from a residence or barn on the Property when the well is permitted.
3. CFG shall locate its access roads for the wells, to the extent reasonably practical, along section lines, quarter-section lines and 16th lines.
4. These access roads will be maintained by CFG for the passage of normal oilfield trucks and equipment, and CFG shall take care to minimize wind damage and erosion.
5. These access roads will not be used to access other property unless such access roads are located on section line rights-of-way designated in 1889 by the Board of Weld County Commissioners.
6. At the request of Linnebur, CFG may cause surface equipment and flow lines

In witness whereof, this Surface Use Agreement is executed as of the date first above set forth.

Lloyd Linnebur
Lloyd Linnebur

Shirley A. Linnebur
Shirley A. Linnebur

CFG ENERGY, INC.

By: Thomas B. Croke, III
Thomas B. Croke, III, President

STATE OF COLORADO _____) Weld
County of _____) ss.

The foregoing instrument was acknowledged before me this _____ day of February, 2004 by Lloyd Linnebur and Shirley A. Linnebur

STATE OF COLORADO _____)
COUNTY OF Weld _____) ss.

The foregoing instrument was acknowledged before me this _____ day of February, 2004, by Thomas B. Croke, III, as President of CFG Energy, Inc., a Colorado corporation, on behalf of said corporation.

Witness my hand and official seal.

~~My commission expires: _____~~ _____
Notary Public

11/3/04



STATE OF COLORADO)
) ss.
COUNTY OF Franklin)

The foregoing instrument was acknowledged before me this 27th day of February, 2004, by Lloyd Linnebur and Shirley A. Linnebur.

Witness my hand and official seal.

My commission expires:
12/26/2006

Michael M. Shea
Notary Public



STATE OF COLORADO)
) ss.
COUNTY OF WELD)

The foregoing instrument was acknowledged before me this 27th day of February, 2004, by Thomas B. Croke, III, as President of CFG Energy, Inc., a Colorado corporation, on behalf of said corporation.

Witness my hand and official seal.

My commission expires:
10/11/07

[Signature]
Notary Public



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CFG Energy, Inc.
3932 W. 18th St. Lane
Greeley, CO 80634