

WAIVER

For and in consideration of Ten and No/100 Dollars AND OTHER CONSIDERATIONS which have heretofore been agreed to by the parties and which are set forth in the Agreement to which this Waiver is, attached to and made a part hereof, but which shall not be recorded, WE, Robert C. Weld and Pamela J. Weld, Individually and as Trustees of the Robert and Pamela Weld Trust, as Offset Surface Owners of that property located at 3258 County Road 523, Bayfield, Colorado, DO hereby grant to Samson Resources Company a waiver of current applicable setback regulations, including, but not limited to, the 150-foot setback requirements pursuant to Colorado Oil Gas Conservation Commission Rule 603a(2) and La Plata County Land Use Code 90-122(b)(2), for the 2 proposed gas wells known as the Melson 34-7-24 #1 and the Weld 34-7-24 #1 Wells to be located on property owned by Samson Resources Company and described as Tract A-3 of Category 1-Project No. 84-259, according to the plat thereof filed for record January 21, 1985 as Reception No. 511005 of the Records of La Plata County, Colorado, and located adjacent to the Offset Surface Owners' property.

Nothing in this Waiver shall cause a waiver or release of Samson Resources Company's obligation to comply with any of the restrictive covenants of that Warranty Deed by and between Grantors, Robert C. Weld and Pamela J. Weld, as joint tenants, and Grantee, Samson Resources Company, dated April 21, 2006 and recorded at #932016 of the Records of La Plata County, Colorado.

The extent that the 150 foot setback shall encroach upon the Offset Surface Owners' land shall not exceed, that shown on the attached plat by diagonally hatched lines. The total approximate acreage subject to the foregoing described radial encroachment pattern on Offset Surface Owners' property created by the 2 proposed wells shall be approximately .448 acres, more or less.

This waiver shall not be recorded until such time as all applicable approvals and permits to drill the Melson and Weld wells are secured by Samson Resources Company. In the event Samson Resources Company fails to obtain all applicable approvals and permits, or abandons its efforts to obtain all applicable approvals and permits, this waiver shall become null and void.

SIGNED BY OFFSET SURFACE OWNERS:

By: Robert C. Weld
ROBERT C. WELD, as Trustee of the
Robert and Pamela Weld Trust and Individually

Date: 2-10-11

By: Pamela J. Weld
PAMELA J. WELD, as Trustee of the
Robert and Pamela Weld Trust and Individually

Date: 2-10-11