

SET BACK WAIVER

COGCC Rule 603a(2)

Proposed Oil and Gas Directional Well Site: (Currently owned by the Clifford R Dyer Trust)

Township 5 North, Range 66 West, 6th P.M.

Section 9: Part of the N/2NE/4, being more particularly described in the attached Exhibit "A"

Offset Surface Property Owner: (Currently owned by Janis I Mitchell Trust dated October 30, 2003, Janis I Mitchell, Trustee)

Part of the N/2NE/4 of Section 9, T5N, R66W, 6th P.M., being Part of the West Tenth Street Annexation to the City of Greeley, Colorado described as follows: Beginning at the Northeast Corner of said Section 9 West 330 feet; South 660 feet; West 250 feet; South 500 feet to the True Point of Beginning; thence West 1292 feet, more or less, thence South 151 feet; thence East 1,292 feet, more or less; thence North 151 feet to the True Point of Beginning, City of Greeley, County of Weld, State of Colorado

The West 766 feet of the S/2N/2NE/4 of Section 9, T5N, R66W, 6th P.M., being Part of the West Tenth Street Annexation to the City of Greeley, Colorado.

Mineral Resources, Inc., as operator, intends to drill oil and gas wells directionally from a single site on lands in the N/2NE/4 of Section 9, Township 5 North, Range 66 West, 6th P.M. (Proposed Oil and Gas Directional Well Site).

The referenced well site and well site facilities location is situated nearer than 150 feet from an a surface property line shared with the above described parcel owned by Janis I Mitchell Trust dated October 30, 2003, Janis I Mitchell, Trustee (Offset Owner).

It has been determined by the operator of the proposed wells, the surface owner of the proposed well site and the offset surface property owner (the Parties) to the proposed well site and mutually agreed to by the Parties that it is not feasible or otherwise possible to relocate the well site elsewhere because any and all other locations within the N/2NE/4 of Section 9, T5N, R66W, 6th P.M. are nearly impossible to access because of surface development.

Now, Therefore, in consideration of the covenants and mutual agreement by the parties, Janis I Mitchell Trust dated October 30, 2003, Janis I Mitchell, Trustee, the undersigned offset surface property owner, hereby approves and grants to the operator of the proposed wells and the surface property owner of the proposed well site this Setback Waiver as required by the Director of the Colorado Oil and Gas Conservation Commission to request an Exception to Rule 603a(2). The setback requirement shall be reduced to 40 feet.

This agreement shall be binding upon and inure to the benefit of the Parties and their successors and assigns.

Signed this day 6 of May 2011

Janis I Mitchell Trust dated October 30, 2003:

Janis I Mitchell
Janis I Mitchell, Trustee



Exhibit "A" - Proposed Oil and Gas Directional Well Site

Township 5 North, Range 66 West, 6th P.M.

Section 9: Part of the N/2NE/4, being more particularly described as follows:

Beginning 768 feet East of the North Quarter Corner of said Section 9, South 1160 feet, East 1292 feet, North 500 feet, West 1160 feet, North 660 feet, West 132 feet to the point of beginning, being a part of Tract 14, County of Weld, State of Colorado, also known as 6310 10th Street, Greeley, Colorado.

Beginning at a point 1824 feet East of the North Quarter Corner on the North line of said section, running thence South parallel with the East line of said section a distance of 660 feet; thence East parallel with the North line of said section a distance of 66 feet; thence North parallel with the East line of said section a distance of 660 feet, more or less, to the North section line; thence West to the Point of Beginning, County of Weld, State of Colorado.

A parcel of land being part of the Northeast One-Quarter Northeast One-Quarter (NE1/4 NE1/4) or Section Nine (9), Township five (5) North, None Sixty-Six (66) West of the 6th P.M. Weld County, Colorado and being more particularly described as follows:

Considering the north line of the Northeast One-Quarter (NE1/4) of said Section 9 to bear South 69°30'01" East and all bearings contained herein relative thereto:

Beginning at the Northwest Corner of said tract whence the North One-Quarter Corner of said Section 9 bears North 68°75'11" West, 11320.62 feet; thence along the south right-of-way line of U.S. Highway 34 Business Route and the property boundaries.

South 85°05'40" East, 32.36 feet to an angle point; thence,

South 89°52'40" East, 3.95 feet; thence continuing along the property boundaries,

South 00°49'24" East, 159.50 feet to a point on a curve to the left which has a Central Angle of 90°00'00", Radius of 30.00 feet and the Chord bears South 45°49'24" East, 42.43 feet; thence to a point on a Curve to the right which has a Central Angle of 90°00'00",

Radius of 90.00 feet, and the Chord bears South 45°49'24" East, 42.43 feet; thence,

South 00°49'24" East, 393.32 feet; thence,

North 89°55'15" West, 96.00 feet; thence,

North 00°49'24" West, 614.16 feet to the Point of Beginning.

EXCEPTING THEREFROM, those parcels of land described as follows:

That part of the North 1/2 of the North 1/2 of the Northeast 1/4 of Section 9, Township 5 North, Range 66 West of the 6th P.M., Weld County, Colorado, which is more particularly described as follows:

Beginning at the Northwest Corner of said tract whence the North 1/4 Corner of said Section 9 bears North 88°25'11" West, 1820.62 feet; thence along the South right-of-way



3767272 05/09/2011 11:31A Weld County, CO
2 of 4 R 26.00 D 0.00 Steve Moreno Clerk & Recorder

line of U. S. Highway 34 Business Route and the property boundaries, South 85°05'40" East, 32.36 feet to an angle point, thence South 89°05'40" East, 3.85 feet; thence continuing along the property boundaries, South 00°49'24" East, 158.50 feet to a point on a curve to the left which has a central angle of 90°00'00", radius of 30.00 feet, and a chord which bears South 45°49'24" East, 42.43 feet; thence to a point on a curve to the right which has a central angle of 90°00'00", radius of 30.00 feet, and a chord which bears South 45°04'24" East, 42.43 feet; thence South 00°49'24" East, 393.32 feet; thence North 89°55'15" West, 96.00 feet; thence North 00°49'24" West, 614.16 feet to the point of beginning.

A tract or parcel of land NO. 36 of the Department of Transportation, State of Colorado, Project No. NH 0342-018, in the North 1/2 North 1/2 NE 1/4 of Section 9, Township 5 North, Range 66 West of the 6th P.M., Weld County, Colorado, said tract or parcel of land being more particularly described as follows:

Beginning at the North 1/4 corner of said Section 9 and considering the North line of the NE 1/4 to bear North 89°54'31" West with all bearings contained herein being relative thereto;

Thence South 89°54'31" East, along the North line of the NE 1/4 of said Section 9, 1819.30 feet to the West line of Book 1584 at Page 413, Weld County records;

Thence South 00°53'44" East, along said West line, 72.39 feet to the True Point of Beginning;

1. Thence SOUTH 89°54'31" East 36.00 feet to the West line OF BOOK 1466 PAGE 607, weld County records;
2. Thence North 00°53'44" West, along said West line, 72.39 feet the North line of the NE 1/4 of said Section 9;
3. Thence North 89°54'31" West along said North line, 36.00 feet;
4. Thence South 00°53'44" East, 72.39 feet, more or less, to the True point of Beginning.

A tract or parcel of land No. 12 of the Department of Transportation, State of Colorado, Project No. NE 0342-018 containing .088 hectares (.218 acres), more or less, in the N 1/2 of the N 1/2 of the NE 1/4 of Section 9, Township 5 North, Range 66 West, of the Sixth Principal Meridian, in Weld county, Colorado, said tract or parcel of land being more particularly described as follows:

Beginning at the N 1/4 corner of section 9; Thence S. 89° 54' 31" E., along the north line of the NE 1/4 of section 9 a distance of 273.135 meters (696.11 feet) to the west line of Book 1192 Rec./ 2137855 of Weld county records; Thence S. 0° 22' 49" E., a distance of 22.061 meters (72.38 feet) to a point on the west line of book 1517 Rec. #2461902 and the TRUE POINT OF BEGINNING;

1. Thence N. 89° 54' 31" W., a distance of 39.879 meters (130.84 feet) to the east line of book 1451 Rec. # 2397844 of weld county records;
2. Thence N. 0° 53' 44" W., along said east line a distance of 22.064 meters (72.39 feet) to the north line of the NE 1/4 of section 9;
3. Thence S. 89° 54' 31" E., along the said north line a distance of 40.077 meters (131.49 feet) to the west line of Book 1192 Rec.# 2137855 of Weld county records;
4. Thence S. 0° 22' 49" E., a distance of 22.061 meters (72.38 feet), more or less, to



3767272 05/09/2011 11:31A Weld County, CO
4 of 4 R 26.00 D 0.00 Steve Moreno Clerk & Recorder

the TRUE POINT OF BEGINNING.

The above described Parcel contains .088 hectares / 881.9 square meters (.218 acres / 9493 square feet), of which .038 hectares / 383.7 square meters (.095 acres / 4130 square feet) are in the Right of Way of the present road leaving a net area of .050 hectares / 498.2 square meters (.123 acres / 5363 square feet), more or less.

Basis of Bearings: All bearings are based on a line connecting the NE corner of Section 9, T. 5 N., R. 66 W. 6th P.M. (3 inch aluminum cap in monument box) and the N 1/4 corner of Section 9, ("x" in center of bridge) as bearing N.89°54'31" W.

Part of the North Half (N1/2) of the Northeast Quarter (NE1/4) of Section 9, Township 5 North, Range 66 West of the 6th P.M., more particularly described as follows:

Beginning at a point 5 feet North of a pin and seal, P,L,S. 22098, thence West 2 feet;
Thence North on a diagonal line to the common boundary line between adjoining properties as described in deeds recorded with the Weld County Clerk and Recorder having Reception Nos. 02137855 (eastern property) and 02070966 (western property) a distance of 305 feet to a point on the south right-of-way line of U.S. Highway 34;
Thence East 6 inches to the common boundary line between the properties;
Thence South along the common boundary line 305 feet to the TRUE POINT OF BEGINNING.