

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

STATE OF COLORADO §
 § KNOW BY ALL MEN THESE PRESENTS:
COUNTY OF ADAMS §

0205

MEMORANDUM OF SURFACE USE AGREEMENT

Effective May 11, 2012, CARRIZO (NIOBRARA) LLC, a Delaware limited liability company, whose address is 500 Dallas Street, Suite 2300, Houston, Texas 70002, WEP Transport Holdings, LLC, a Nevada limited liability company, whose address is P.O. Box 7068 Rancho Santa Fe, CA 92067 and Colorado Maverick Company, LLC, a Texas limited liability company whose address is 400 W. Hopkins Ste. 101, San Marcos, TX 78666, entered into a Surface Use Agreement ("**Surface Use Agreement**") covering the lands described on Exhibit A attached hereto and incorporated herein by reference. The aforementioned parties may be referred to herein collectively as the "Parties."

This Memorandum of Surface Use Agreement Agreement is executed and recorded solely for the purpose of affording notice of the existence of said Surface Use Agreement and shall not amend, alter or otherwise affect the terms, provisions and conditions of the Surface Use Agreement. The Surface Use Agreement and this Memorandum of Surface Use Agreement shall be binding upon the Parties and their respective heirs, successors, representatives and assigns.

[Signature page follows]

K

A

IN WITNESS WHEREOF, this Memorandum of Surface Use Agreement is executed, accepted and agreed to by the parties effective as of May 11, 2012.

CARRIZO (NIOBRARA) LLC

By: _____
Name: Richard H. Smith
Title: Vice President of Land

WEP TRANSPORT HOLDINGS, LLC

By: ~~Western Energy Production, LLC~~
Manager

By: _____
Name: Steven Marshall
Title: President

COLORADO MAVERICK COMPANY, LLC

By: Longcope Family Ltd
Manager

By: EBL Inc.
General Partner

By: _____
Name: Ed Longcope
Its: President

CORPORATION ACKNOWLEDGEMENT

STATE OF TEXAS)
County of _____) SS.

On this, the ____ day of May, 2012, before me a notary public, the undersigned officer, personally appeared Ed Longcope, who acknowledged himself to be the President of EBL INC, a corporation, and that he as such he, being authorized to do so, executed foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as President.

My Commission Expires _____ Notary Public

LIMITED LIABILITY COMPANY ACKNOWLEDGEMENT

STATE OF TEXAS)
County of Harris) SS.

On this, the ____ day of May, 2012, before me a notary public, the undersigned officer, personally appeared Richard H. Smith, who acknowledged himself to be the Vice President of Land of CARRIZO (NIOBRARA) LLC, a limited liability company, and that he as such he, being authorized to do so, executed foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as Vice President of Land.

My Commission Expires _____ Notary Public

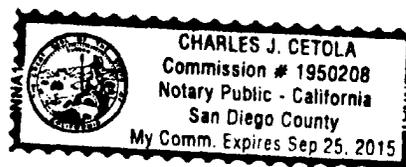
STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO)

On May 10, 2012, before me, Charles J Cetola, a Notary Public, personally appeared Steven Marshall, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Charles J Cetola
Notary Public



RECEPTION#: 2012000034989, 05/15/2012 at 11:25:04 AM, 4 OF 5, Doc Type:AG TD
Pages: 0 Karen Long, Adams County, CO

IN WITNESS WHEREOF, this Memorandum of Surface Use Agreement is executed,
accepted and agreed to by the parties effective as of May 11, 2012.

CARRIZO (NIOBRARA) LLC

By: _____
Name: Richard H. Smith
Title: Vice President of Land

WEP TRANSPORT HOLDINGS, LLC

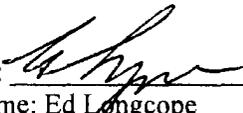
By: Western Energy Production, LLC
Manager

By: _____
Name: Steven Marshall
Title: President

COLORADO MAVERICK COMPANY, LLC

By: Longcope Family Ltd
Manager

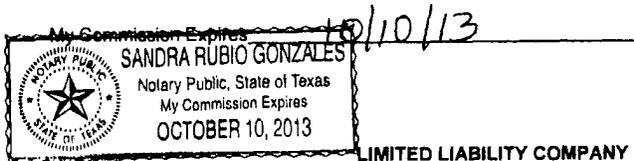
By: EBL Inc.
General Partner

By:  _____
Name: Ed Longcope
Its: President

CORPORATION ACKNOWLEDGEMENT

STATE OF TEXAS)
County of Hays) SS.

On this, the 9th day of May, 2012, before me a notary public, the undersigned officer, personally appeared Ed Longcope, who acknowledged himself to be the President of EBL INC, a corporation, and that he as such he, being authorized to do so, executed foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as President.



Sandra Rubio Gonzales
Notary Public

LIMITED LIABILITY COMPANY ACKNOWLEDGEMENT

STATE OF TEXAS)
County of Harris) SS.

On this, the ___ day of May, 2012, before me a notary public, the undersigned officer, personally appeared Richard H. Smith, who acknowledged himself to be the Vice President of Land of CARRIZO (NIOBRARA) LLC, a limited liability company, and that he as such he, being authorized to do so, executed foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as Vice President of Land.

My Commission Expires _____ Notary Public

STATE OF CALIFORNIA)
COUNTY OF SAN DIEGO)

On _____, before me, _____, a Notary Public, personally appeared Steven Marshall, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Notary Public