

MEMORANDUM OF MASTER SURFACE USE AGREEMENT

This Memorandum of Master Surface Use Agreement ("MSUA") dated August 20, 2007 is executed by Joan L. Savage ("Surface Owner"), 5953 County Road 320, Rifle, Colorado, and Williams Production RMT Company ("Operator"), 1515 Arapahoe Street, Tower 3, Suite 1000, Denver, CO 80202. Operator and Surface Owner may be referred to jointly as the "Parties."

By Master Surface Use Agreement between the Parties dated Aug. 20, 2007, the Parties set forth the agreement of the Parties with regard to Operator's use of the surface of the following described lands, insofar as such lands are owned by Joan L. Savage:

Township 6 South, Range 94 West, 6th P.M.
Section 23
Sections 25, 26, 27, 28, 29
Sections 32, 33, 34, 35

Township 7 South, Range 94 West, 6th P.M.
Sections 7, 8, 9

Township 7 South, Range 95 West, 6th P.M.
Sections 4, 9

and referred to as the property (the "Property"), including, but not limited to, the location of wellpads, construction and operation of roads and pipelines ("Surface Uses") on the Property. The MSUA provided for, and Surface Owner hereby grants to Operator, easements and rights-of-way for the Surface Uses, subject to the terms, conditions, limitations and other provisions of the MSUA.

Executed copies of the MSUA are in the possession of Surface Owner and Operator.

Executed on the dates of the acknowledgments of the Parties, to be effective as of 8/20/07, 2007.

SURFACE OWNER:

Joan L. Savage
Joan L. Savage

**OPERATOR:
WILLIAMS PRODUCTION RMT COMPANY**

By: Joseph P. Barrett
Joseph P. Barrett, Attorney-in-Fact *ala*

