

UnitSource Incorporated

CO 081/11/12
BP

11184 Huron Street, Suite 16
Denver, Colorado 80234
(303) 452-6881 * Fax (303) 452-6892
Toll Free (800) 552-5983

Copy

June 20, 2013

Certified Return Receipt Requested

Ms. Judy Armstrong
Bureau of Land Management
2850 Youngfield Street
Lakewood, CO 80215

RE: **Williams Fork Unit Area**
Moffat and Routt Counties, Colorado

Gentlemen:

Reference is made to the approval of the Williams Fork Unit Agreement. I now enclose for your review and acceptance two (2) copies of the Ratification and Joinder of Unit Agreement as set out below (for new leases which were recently acquired) along with "Accept and Agree To" instruments executed by SWEPI, SWEPI's Ratification and Joinder of Unit and Unit Operating Agreement (working interest joinder), and "Consent to Ratification and Joinder" instruments executed by SWEPI as well.

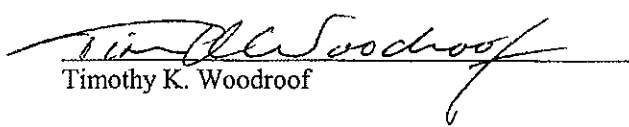
<u>Interest Owner and Type</u>	<u>Tract Number</u>	<u>Current Tract Status</u>
Teri Gamblin (force joinder), Leased Basic Royalty Owner	86	Fully Committed
Jerri Eddings Revocable Trust (force joinder), Leased Basic Royalty Owner	86	Fully Committed

In accordance with Section 28 of said agreement, it is respectfully requested that the enclosed instruments be considered effective upon receipt by your office. Thank you in advance for your cooperation. I have enclosed revised page 48 to the Exhibit "B" for your information and files.

Please provide me with written evidence of your receipt and acceptance of the new joinders. Please feel free to contact me if you have any questions. Thank you in advance for your cooperation.

Sincerely,

UNITSOURCE INCORPORATED


Timothy K. Woodroof

Tkw/
Enclosures

Cc: ✓ ATTN: BRADLEY PENN
SWEPI LP
P. O. BOX 576

HOUSTON, TX 77001-0576 *Specializing in Unitization since 1971"*

CONSENT TO RATIFICATION AND JOINDER TO THE
WILLIAMS FORK UNIT AGREEMENT AND
UNIT OPERATING AGREEMENT
DATED JUNE 10, 2011
DESIGNATED NO. COC74956X
MOFFAT AND ROUTT COUNTIES, COLORADO

The undersigned, a working interest owner to the Williams Fork Unit and Unit Operating Agreements, hereby consents to the joinder of the leasehold interest of SWEPI LP, as lessee of record and working interest owner in re-survey tracts 55, 60, 61, 62, 63 located in Sections 28, 29, 32, 33, Township 5 North, Range 91 West, 6th P.M., being Tract 86 to said Unit and Unit Operating Agreements.

Date: 6/11/13

By: Jeff Turnbull

Jeff Turnbull
Attorney-In-Fact

Address: P.O. BOX 576
Houston, Texas 77001-0576

STATE OF Texas)
COUNTY OF Harris)ss.

The foregoing instrument was acknowledged before me by Jeff Turnbull
as Attorney in Fact of SWEPI LP
This 11th day of June, 2013.

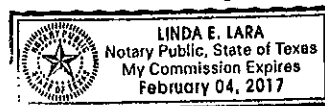
WITNESS my hand and official seal.

My Commission Expires:

2/4/2017

Linda E. Lara
Notary Public

STATE OF _____)
COUNTY OF _____)ss.



The foregoing instrument was acknowledged before me by _____

This _____ day of _____, 2013.

WITNESS my hand and official seal.

My Commission Expires:

Notary Public

RATIFICATION AND JOINDER OF UNIT AGREEMENT
AND
UNIT OPERATING AGREEMENT

In consideration of the execution of the Unit Agreement for the Development and Operation of the Williams Fork Unit Area, Counties of Moffat and Routt, State of Colorado dated June 10, 2011, in form approved on behalf of the Secretary of the Interior, and in consideration of the execution or ratification by other working interest owners of the contemporary Unit Operating Agreement which relates to said Unit Agreement, the undersigned hereby expressly ratifies, approves and adopts said Unit Agreement, and also said Unit Operating Agreement as fully as though the undersigned had executed the original instrument.

This Ratification and Joinder shall be effective as to the undersigned's interests in any lands and leases, or interests therein, and royalties presently held or which may arise under existing option agreements or other interests in unitized substances, covering any lands within the Unit Area in which the undersigned may be found to have an oil or gas interest.

This Ratification and Joinder shall be binding upon the undersigned, its heirs, devisees, assignees or successors in interest.

EXECUTED this 11th day of June, 2013.

Tract: 86

SWEPI LP

Jeff Turnbull
Address: P.O. BOX 576
Houston, Texas 77001-0576

Jeff Turnbull
Attorney-In-Fact

CORPORATE ACKNOWLEDGMENT

STATE OF Texas)
COUNTY OF Harris) ss.

The foregoing instrument was acknowledged before me by Jeff Turnbull
as Attorney in Fact of SWEPI LP

This 11th day of June, 2013.

WITNESS my hand and official seal.

My Commission Expires:

2/4/2017

Linda E. Lara
Notary Public

INDIVIDUAL ACKNOWLEDGMENT

STATE OF _____)
COUNTY OF _____) ss.

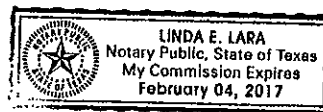
The foregoing instrument was acknowledged before me by _____

This _____ day of _____, 2013.

WITNESS my hand and official seal.

My Commission Expires:

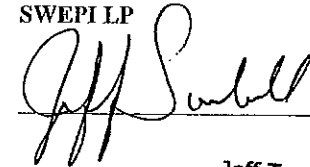
Notary Public



"ACCEPT AND AGREE TO"

The foregoing ratification and joinder instruments to the Williams Fork Unit Agreement, executed on behalf of Teri Gamblin as Leased Basic Royalty Owner, Tract 86, and Jerri Eddings, Trustee of the Jerri Eddings Revocable Trust as Leased Basic Royalty Owner, Tract 86, are hereby ACCEPTED AND AGREED TO by:

SWEPI LP

BP 

Jeff Turnbull
Attorney-In-Fact

Execution date: 6/11/13

P.O. BOX 576

Houston, Texas, 77001-0576

RATIFICATION AND JOINDER OF UNIT AGREEMENT

In consideration of the execution of the Unit Agreement for the Development and Operation of the Williams Fork Unit Area, Counties of Moffat and Routt, State of Colorado, dated June 10, 2011, in form approved on behalf of the Secretary of the Interior, the undersigned (whether one or more) hereby expressly joins said Unit Agreement and ratifies, approves, adopts and confirms said Unit Agreement as fully as though the undersigned had executed the original instrument.

This Ratification and Joinder shall be effective as to the undersigned's interests in any lands and leases, or interests therein, and royalties presently held or which may arise under existing option agreements or other interests in unitized substances, covering the lands within the Unit Area in which the undersigned may be found to have an oil or gas interest.

SWEPI LP, Lessee of Record and Working Interest Owner of the Oil and Gas Leases attached hereto and which are tabulated under the Tracts referenced below, hereby commits the basic royalty created under the terms of said leases in favor of the Lessors to the Williams Fork Unit Agreement, pursuant to the terms and provisions of said Oil and Gas leases.

This Ratification and Joinder of Unit Agreement, shall be binding upon the undersigned, his, her or its heirs, devisees, executors, assigns or successors in interest.

EXECUTED this 11th day of June, 2013.

SWEPI LP

BP Jeff Turnbull

Address: P. O. BOX 576
HOUSTON, TX 77001-0576

Jeff Turnbull
Attorney-In-Fact

Tract: 86

STATE OF Texas)
COUNTY OF Harris) ss.

The foregoing instrument was acknowledged before me by Jeff Turnbull
as Attorney in Fact

of SWEPI LP

This 11th day of June, 2013.

WITNESS my hand and official seal.

My Commission Expires:

2/4/2017

Linda E. Lara
Notary Public

