

MEMORANDUM OF A SURFACE USE AGREEMENT

STATE OF COLORADO     )  
  ) ss.  
COUNTY OF WELD         )

This Memorandum is made this 5th day of April, 2007, by Noble Energy Production, Inc. ("Noble") as operator for United States Exploration, Inc. ("USX"), 1625 Broadway, Suite 2000, Denver, CO 80202.

On March 2nd, 2007, Wells Ranch LLLP, a Colorado limited liability limited partnership, ("Surface Owner") and United States Exploration, Inc. (USX) entered into a Surface Use Agreement (the "Agreement") providing for the use of the surface of the land described below by USX in connection with certain oil and gas operations and the compensation to Surface Owner for all damages (except as provided in the Agreement) to the surface of the land associated with the drilling, testing, completion, recompletion, reworking, reentry, pumping, operation and maintenance of the wellsites to be located in:

SEE ATTACHED EXHIBIT A  
Weld County, Colorado

NOBLE ENERGY PRODUCTION, INC.

By: 

P. David Padgett  
Manager of Lands, DJ Basin

WELLS RANCH LLLP

By: 

Steven Wells  
Owner, General Partner

Exhibit "A"

Attached to and by reference made a part of that certain Agreement dated March 2<sup>nd</sup>, 2007 by and between Surface Owner and United States Exploration, Inc. as "USX" covering the following lands located in Weld County, Colorado:

Township 5 North, Range 62 West

Section 3: W/2

Section 4: All

Section 5: All

Section 6: All

Section 7: All

Section 8: All

Section 9: All

Township 5 North, Range 63 West

Section 1: All

Section 2: All

Section 3: All

Section 4: All

Section 5: All

Section 10: E/2

Section 11: All

Section 12: All

Section 14: All

Section 15: All

Township 6 North, Range 62 West

Section 5: All

Section 6: E/2

Section 7: All

Section 8: All

Section 17: All

Section 18: All

Section 19: All

Section 20: All

Section 21: All

Section 28: All

Section 29: All

Section 30: All

Section 31: All

Section 32: All

Section 33: All

Township 6 North, Range 63 West

Section 10: E/2  
Section 11: All  
Section 12: All  
Section 13: All  
Section 14: All  
Section 15: All  
Section 19: E/2  
Section 20: All  
Section 21: All  
Section 22: All  
Section 24: All  
Section 23: All  
Section 25: All  
Section 26: All  
Section 27: All  
Section 28: All  
Section 29: All  
Section 30: E/2  
Section 31: E/2  
Section 32: All  
Section 33: All  
Section 34: All  
Section 35: All  
Section 36: All

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