

1801 Broadway
Suite 500
Denver, Colorado 80202



K. Wade Pollard, CPL
Land Manager
Tel: 303.398.0353
E-mail:
wpollard@gwogco.com

State of Colorado
Oil and Gas Conservation Commission
Attention: Ms. Jane Stanczyk
1120 Lincoln Street, Suite 801
Denver, Colorado 80203

Re: Form 2A
JBL Properties
T7N-67W: Section 34
A tract of land in S/2
Containing 134.45 acres, more or less

Dear Ms. Stanczyk:

This letter is being written to address the concerns of the Colorado Oil and Gas Commission ("COGCC") in regards to the five complaint reports dated September 5, 2013 by Mr. Shepard of JBL Properties. These complaints ranged from Site Maintenance to Environmental Damage filed by Mr. Shepard of JBL Properties (see attached Exhibit "A").

At the time of the complaints, Great Western Operating Company (GWOC), Operator, of the five JBL wells, had been working with Mr. Shepard, who was the present landowner as well as a royalty owner on the five (5) JBL wells listed as the JBL 34-33, JBL 34-34, JBL 34-43, JBL 34-44 and JBL 34-54 in order to resolve these items. GWOC was asked to shut-in the five JBL wells until an unrelated noise issue could be resolved, which is the current status of these wells.

As of January 10, 2014, EAS, LLC (EAS); a wholly owned subsidiary of Great Western Petroleum, LLC (GWP), purchased all of the surface and minerals from JBL property being located in the S/2 of Section 34 of T7N, R67W, 6th P.M. Mr. Shepard no longer owns the property as landowner or as royalty owner.

GWOC purchased the property on January 10, 2014 per a Special Warranty Deed, recorded in Reception no. 3989471 in the County Clerk and Recorder's office of Weld County (see attached Exhibit "B"). On January 17, 2014, GWOC conveyed by Special Warranty Deed to EAS, LLC, a Colorado limited liability company, the JBL property, recorded in Reception no. 3991149 in the County Clerk and Recorder's office of Weld County (see attached Exhibit "C").

Letter to State of Colorado
Oil and Gas Conservation Commission
February 19, 2014
Page 2

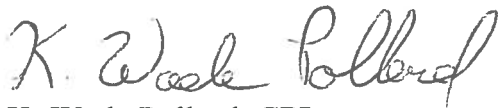
GWOC previously submitted to the COGCC to move the battery to the proposed northern location (submitted 2A) to alleviate the noise issue with the nearby subdivision within the 134.45 acre tract. This Form 2A has been held up by COGCC due to the outstanding Shepard complaints which have now been successfully resolved by the property purchase. GWOC would like to move forward to move the battery as soon as possible upon the COGCC's approval of the Form 2A.

Please contact the undersigned if you should have further questions regarding the previous JBL property or the submitted Form 2A.

Thank you for your time and attention in this matter.

Yours very truly,

GREAT WESTERN OIL & GAS COMPANY

A handwritten signature in cursive script, reading "K. Wade Pollard".

K. Wade Pollard, CPL
Land Manager

Attachments: As Referenced

Exhibit "A"



State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 (303) 894-2100 Fax: (303) 894-2109



Doc # 200386899

FOR OGCC USE ONLY

COMPLAINT REPORT

This form may be submitted by any party with a complaint regarding oil and gas extractive operations. The complainant is to complete this form and mail to: OGCC, 1120 Lincoln St., Ste. 801, Denver, CO 80203 or fax to (303) 894-2109. OGCC will investigate the complaint and determine what action, if any, should be taken.

Complaint taken by:

API Number:

Facility ID:

COMPLAINT TYPE

☐ Environmental Damage ☐ Noise ☐ Payment ☒ Site Maintenance ☐ Other (describe):

COMPLAINANT INFORMATION

Name of Complainant:	JBL Properties	Levy Shepard	Phone Numbers
Address:	9713 WCR 74		No: 970-301-1167
City:	Windsor	State: CO Zip: 80558	Fax:
Date Complaint Taken by OGCC:			E-Mail: LS192@msd.com
Connection to Incident (Land Owner, Royalty Owner, etc.):	Land owner / Royalty Owner		

DESCRIPTION OF COMPLAINT

(Please be as specific as possible)

Name of Operator:	Great Western Oil & Gas	OGCC Operator Number:
Date of Incident:	9/5/13	Facility Name:
Type of Facility (Well, Tank Battery, Flow Line, etc.):	All	ObCr:
Well Name and Number:	JBL Wells TN#74/34	Section:
County:	Weld	Township:
		Range:
		Meridian:
Was the operator contacted?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	If yes, contact name:
Provide a detailed description of the incident, problem and cause (equipment failure, human error, etc.):		
Our property has been surveyed in two different locations for potential Battery tank relocation. We have had to move our Alifan Around them now since June of 2013. Can we please have the steel stakes removed & pins out of ground so that we can move & not damage equipment.		

OTHER NOTIFICATIONS

List the parties and agencies notified (County, BLM, EPA, DOT, Local Emergency Planning Coordinator or other).

Date	Agency	Contact Person	Response

Complaint Tracking Number:



State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 601, Denver, Colorado 80203 (303) 894-2100 Fax (303) 894-2100



FOR OGCC USE ONLY

COMPLAINT REPORT

This form may be submitted by any party with a complaint regarding oil and gas
extractive operations. The complainant is to complete this form and mail to: OGCC,
1120 Lincoln St., Ste. 601, Denver, CO 80203 or fax to (303) 894-2100. OGCC will
investigate the complaint and determine what action, if any, should be taken.

Complaint taken by

API Number

Facility ID

COMPLAINT TYPE

☒ Environmental Damage ☐ Noise ☐ Payment ☐ Site Maintenance ☐ Other (describe)

COMPLAINANT INFORMATION

Name of Complainant	JBL Properties, Long Shaper	Phone Number
Address	9113 W 29	NO 970-301-1167
City	Windsor	State CO
Date Complaint Taken by OGCC		Email 251920@gmail.com
Connection to Incident (Land Owner, Royalty Owner, etc.)		
Land Owner / Royalty Owner		

DESCRIPTION OF COMPLAINT

(Please be as specific as possible)

Name of Operator	Great Western Oil & Gas	OGCC Operator Number
Date of Incident	Sept 25, 2013	Facility Name
Type of Facility (Well, Tank, Pipeline, Flow Line, etc.)	Battery Tank	On/Off
Well Name and Number	7116741(34)	Section
County	Weld	Township
Range		Meridian
Was the operator contacted? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If yes, contact name		

Provide a detailed description of the incident, problem and cause (equipment failure, human error, etc.):

Great Western has filed for permits to relocate
battery tanks without our permission. They have
also filed permits to drill 8 additional wells
without our permission. We are in the middle of
2 lawsuits with Great Western. We will contest
and file a formal complaint for any work by
Great Western.

OTHER NOTIFICATIONS

List the parties and agencies notified (County, BLM, EPA, DOT, Local Emergency Planning Coordinator, or other)

Date	Agency	Contact Person	Response

Complaint Tracking Number

State of Colorado Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 (303) 894-2100 Fax (303) 894-2109



COMPLAINT REPORT

This form may be submitted by any party with a complaint regarding oil and gas extractive operations. The complainant is to complete this form and mail to: COGCC, 1120 Lincoln St., Ste. 801, Denver, CO 80203 or fax to (303) 894-2109. COGCC will investigate the complaint and determine what action, if any, should be taken.

Complaint taken by:

API Number:

Facility ID:

COMPLAINT TYPE

☒ Environmental Damage ☐ Noise ☐ Payment ☐ Site Maintenance ☒ Other (describe):

COMPLAINANT INFORMATION

Name of Complainant: <u>TBL Properties, Larry Shipe - owner</u>	Phone Number:
Address: <u>9713 LCKR PK</u>	No: <u>970-301-1167</u>
City: <u>Windsor</u> State: <u>CO</u> Zip: <u>80550</u>	Fax:
Date Complaint Taken by COGCC:	Email: <u>LS192@msb.com</u>
Connection to Incident (Land Owner, Royalty Owner, etc.): <u>Land owner / Royalty owner</u>	

DESCRIPTION OF COMPLAINT

(Please be as specific as possible)

Name of Operator: <u>Great Western Oil & Gas</u>	COGCC Operator Number:
Date of Incident: <u>9/5/13</u>	Facility Name:
Type of Facility (Well, Tank Battery, Flow Line, etc.): <u>Equipment by battery</u>	Color:
Well Name and Number: <u>TBL</u>	Township:
County: <u>Weld</u>	Range:
Section:	Meridian:
Was the operator contacted? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If yes, contact name: <u>Mike Hettenger</u>	
Provide a detailed description of the incident, problem and cause (equipment failure, human error, etc.): <u>Equipment by battery tank location is settling, including the separators, & burners. We feel this is a hazard as lines may break or come loose.</u>	

OTHER NOTIFICATIONS

List the parties and agencies notified (County, BLM, EPA, DOT, Local Emergency Planning Coordinator or other):

Date	Agency	Contact Person	Response

Complaint Tracking Number:



State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 (303) 894-2100 Fax: (303) 894-2109



FOR OGCC USE ONLY

COMPLAINT REPORT

This form may be submitted by any party with a complaint regarding oil and gas extractive operations. The complainant is to complete this form and mail to: OGCC, 1120 Lincoln St., Ste. 801, Denver, CO 80203 or fax to (303) 894-2109. OGCC will investigate the complaint and determine what action, if any, should be taken.

Complaint taken by:

API Number:

Facility ID:

COMPLAINT TYPE

☒ Environmental Damage ☐ Noise ☐ Payment ☐ Site Maintenance ☐ Other (describe):

COMPLAINANT INFORMATION

Name of Complainant: JBL Properties	Phone Numbers:
Address: 9713 WCR 77	No:
City: Windsor State: CO Zip: 80550	Fax:
Date Complaint Taken by OGCC:	E-Mail:
Connection to Incident (Land Owner, Royalty Owner, etc.): Land & Royalty Owner	

DESCRIPTION OF COMPLAINT
(Please be as specific as possible)

Name of Operator: Robert Western Oil & Gas	OGCC Operator Number:
Date of Incident: All Summer	Facility Name:
Type of Facility (Well, Tank Battery, Flow Line, etc.): Tank Battery	Obt: Section:
Well Name and Number: JBL 67 WCR Battery Tanks	Township: Range: Meridian:
County: Weld	
Was the operator contacted? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If yes, contact name: Mike Hettiger	
Provide a detailed description of the incident, problem and cause (equipment failure, human error, etc.): oil spills by Battery tanks. Have pictures if needed.	

OTHER NOTIFICATIONS

List the parties and agencies notified (County, BLM, EPA, DOT, Local Emergency Planning Coordinator or other).

Date	Agency	Contact Person	Response

Complaint Tracking Number:



State of Colorado
Oil and Gas Conservation Commission

1120 Lincoln Street, Suite 801, Denver, Colorado 80203 (303) 894-2100 Fax: (303) 894-2108



FOR OGC USE ONLY

COMPLAINT REPORT

This form may be submitted by any party with a complaint regarding oil and gas extractive operations. The complainant is to complete this form and mail to: COGCC, 1120 Lincoln St., Ste. 801, Denver, CO 80203 or fax to (303) 894-2109. COGCC will investigate the complaint and determine what action, if any, should be taken.

Complaint taken by:

API Number:

Facility ID:

COMPLAINT TYPE

☒ Environmental Damage ☐ Noise ☐ Payment ☒ Site Maintenance ☐ Other (describe):

COMPLAINANT INFORMATION

Name of Complainant:	J.B.L. Properties	Phone Number:	
Address:	9713 WCR 74	No.:	970-301-1167
City:	Windsor	State:	CO Zip: 80550
Date Complaint Taken by OGCC:		Fax:	
Connection to Incident (Land Owner, Royalty Owner, etc.):	Land + Royalty Owner	E-Mail:	LS192@MSN.COM

DESCRIPTION OF COMPLAINT
(Please be as specific as possible)

Name of Operator:	Great Western Oil & Gas	OGCC Operator Number:	
Date of Incident:	9-4-2013	Facility Name:	
Type of Facility (Well, Tank Battery, Flow Line, etc.):	Wells, Tank, Flow lines	OGCC:	Section:
Well Name and Number:	All 5 wells on property	Township:	Range: Meridian:
County:	Weld		
Was the operator contacted?	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	If yes, contact name:	Mike Hettinger
Provide a detailed description of the incident, problem and cause (equipment failure, human error, etc.): Well heads + Battery Tank locations are not being maintained. Tall weeds are present. Flow lines are settling + exposing lines + leaving sink holes. Mike Hettinger was on site 8-13-2013 + was told this. Great Western has made no effort to correct any of it.			

OTHER NOTIFICATIONS

List the parties and agencies notified (County, BLM, EPA, DOT, Local Emergency Planning Coordinator or other).

Date	Agency	Contact Person	Response

Complaint Tracking Number:

Exhibit "B"

SPECIAL WARRANTY DEED

THIS DEED, made this 10th day of January, 2014, between JBL PROPERTIES, LLC, a Colorado limited liability company, of the County of Weld, State of Colorado ("Grantor"), and GREAT WESTERN OIL & GAS COMPANY, LLC, a Colorado limited liability company, the mailing address of which, for purposes of this Deed, is 1801 Broadway, Suite 500, Denver, Colorado 80120, of the County of Denver, State of Colorado ("Grantee").

WITNESSETH:

That Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does hereby grant, bargain, sell, convey, and confirm unto Grantee, its successors and assigns, forever, all the real property, together with improvements, if any, situate, lying and being in the County of Weld, State of Colorado, which is legally described as follows (the "Property"):

As set forth on Exhibit "A" attached hereto and incorporated herein by reference.

(Street Address: 9713 Weld County Road 74,
Windsor, Colorado)

TOGETHER WITH all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, title, interest, claim, and demand whatsoever of Grantor, either in law or equity, of, in, and to the Property, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the Property above bargained and described, with the appurtenances unto Grantee, its successors and assigns, forever. Grantor, for itself and its successors and assigns, does covenant and agree that it shall and will warrant and forever defend the Property in the quiet and peaceable possession of Grantee, its successors and assigns, against all and every person or persons claiming the whole or any part thereof, by, through, or under Grantor, EXCEPT AND SUBJECT TO those matters which are set forth on Exhibit "B" attached hereto and incorporated herein by reference.

643644

(2)

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on the date set forth above.

JBL PROPERTIES, LLC, a Colorado
limited liability company

By 
James C. Shepard, Member

By 
Larry F. Shepard, Member

STATE OF COLORADO)
)
COUNTY OF LARIMER) ss.

The foregoing instrument was acknowledged before me this 10th day of January, 2014, by James C. Shepard and Larry F. Shepard, as Members of JBL PROPERTIES, LLC, a Colorado limited liability company.

WITNESS my hand and official seal.

My commission expires: 3/17/2014





Notary Public

EXHIBIT "A" ATTACHED TO AND MADE A PART OF THE SPECIAL WARRANTY DEED BETWEEN JBL PROPERTIES, LLC ("GRANTOR") AND GREAT WESTERN OIL & GAS COMPANY, LLC ("GRANTEE")

LEGAL DESCRIPTION
OF THE PROPERTY

A tract of land located in Section 34, Township 7 North, Range 67 West of the 6th Principal Meridian, County of Weld, State of Colorado, described as follows:

Considering the South line of the SE1/4 of said Section 34 as bearing S89°15'59"W and with all bearings herein relative thereto;

Commencing at the Southeast Corner of said Section 34, Thence S89°15'59"W, 1657.44 feet along the South line of the SE1/4 of said Section 34; Thence N00°44'01"E, 30.00 feet to the North Right-of-Way line of Weld County Road 74 and to the Southwest corner of Fox Ridge, the plat of which recorded August 28, 2002 at Reception No. 2982132 of the records of the Office of Clerk and Recorder of Weld County, Colorado, and the True Point of Beginning;

Thence S89°15'59"W, 976.55 feet along the North Right-of-Way line of Weld County Road 74 to the West line of the SE1/4 of said Section 34; Thence S89°16'09"W, 187.51 feet along said North Right-of-Way line to a point of curve; Thence along said North Right-of-Way line Southwesterly, 152.96 feet along the arc of a curve concave to the Southeast, said arc having a radius of 400.00 feet, a central angle of 21°54'36", and being subtended by a chord that bears S77°53'18"W, a distance of 152.03 feet to the South line of the SW1/4 of said Section 34; Thence S89°16'09"W, 210.35 feet along the South line of the SW1/4 of Section 34 to the Easterly line of that parcel of land recorded as Reception No. 3074875 Weld County records; Thence along the Easterly and Southerly lines of that parcel of land recorded as Reception No. 3074875 the following fifteen (15) courses:

1. N05°54'02"W, 860.43 feet; 2. N32°04'47"E, 192.88 feet;
3. N11°23'30"W, 484.33 feet; 4. N33°41'12"E, 324.59 feet;
5. S66°03'25"E, 472.97 feet; 6. N78°48'14"E, 173.69 feet;
7. N03°23'03"W, 274.72 feet; 8. N13°44'16"W, 409.37 feet;
9. N01°04'07"W, 374.30 feet; 10. N10°24'07"W, 298.90 feet;
11. N30°23'36"W, 770.88 feet; 12. S73°08'46"E, 1210.24 feet;
13. S57°39'26"E, 1094.94 feet; 14. S75°54'15"E, 488.30 feet;
15. N80°26'16"E, 368.85 feet to the Westerly line of Fox Ridge, the plat of which recorded August 28, 2002 at Reception No. 2982132 of the records of the Office of Clerk and Recorder of Weld County, Colorado;

Thence along the Westerly line of said Fox Ridge the following eight (8) courses:

1. S00°15'24"E, 522.17 feet; 2. N71°45'04"W, 747.79 feet;
3. S25°18'38"W, 530.09 feet; 4. S16°35'49"W, 11.31 feet;
5. S13°47'38"W, 923.93 feet; 6. S19°59'34"W, 100.50 feet;
7. S24°03'15"W, 814.18 feet; 8. S10°36'14"W, 54.93 feet to the North Right-of-Way line of Weld County Road 74 and the True Point of Beginning,

PAGE 2 TO EXHIBIT "A" ATTACHED TO AND MADE A PART OF THE SPECIAL WARRANTY DEED BETWEEN JBL PROPERTIES, LLC ("GRANTOR") AND GREAT WESTERN OIL & GAS COMPANY, LLC ("GRANTEE")

LEGAL DESCRIPTION
OF THE PROPERTY
(Continued from Page 1 to Exhibit "A")

EXCEPTING therefrom that certain parcel of land described in Deed recorded October 27, 2006 at Reception No. 3430470 of the records of the Office of Clerk and Recorder of Weld County, Colorado,

County of Weld,
State of Colorado.

(Street Address: 9713 Weld County Road 74, Windsor, Colorado)

TOGETHER WITH all rights, title, and interest of Grantor in and to all water and water rights, wells and well rights, ditches and ditch rights, and reservoirs and reservoir rights, belonging or in any way appertaining to the above-described property, including, but not limited to, two (2) shares of the capital stock of The Larimer and Weld Irrigation Company and two (2) shares of the capital stock of The Finley Lateral Ditch Company; and

TOGETHER WITH all rights, title, and interest of Grantor in and to all minerals and mineral rights, including oil, gas, coal, sand, gravel, and other minerals, located in, on, or under the surface of the above-described property.

EXHIBIT "B" ATTACHED TO AND MADE A PART OF THE SPECIAL WARRANTY DEED BETWEEN JBL PROPERTIES, LLC ("GRANTOR") AND GREAT WESTERN OIL & GAS COMPANY, LLC ("GRANTEE")

TITLE EXCEPTIONS

1. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Agreement recorded July 30, 1964, at Reception No. 1441875.

NOTE: Agreements in connection therewith recorded December 28, 1992, at Reception No. 2315973 and October 22, 2001, at Reception No. 2893951.

2. The effect of the Notice regarding underground natural gas and electric facilities of Public Service Company of Colorado's Northern Division recorded November 9, 1981, at Reception No. 1874084, and of the same for Western Slope Gas Company recorded March 9, 1983, at Reception No. 1919757.

3. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Warranty Deed recorded June 3, 1991, at Reception No. 2252006.

4. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Agreement recorded June 3, 1991, at Reception No. 2252007.

5. An easement for electric line or system and incidental purposes granted to Poudre Valley Rural Electric Association, Inc., as set forth in an instrument recorded April 22, 1996, at Reception No. 2486959.

6. An easement for electric line or system and incidental purposes granted to Poudre Valley Rural Electric Association, Inc., as set forth in an instrument recorded April 1, 1997, at Reception No. 2540578.

7. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Quit Claim Deed recorded April 10, 2000, at Reception No. 2760824.

8. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Easement recorded June 21, 2000, at Reception No. 2776055.

9. Any tax, lien, fee or assessment by reason of inclusion of subject property in the Northern Colorado Water Conservancy District, as evidenced by instrument recorded September 29, 2010, at Reception No. 3721790.

10. Oil and Gas Lease recorded July 26, 2011, at Reception No. 3782258.

NOTE: Declaration of Pooling in connection therewith recorded November 28, 2012, at Reception No. 3891321.

PAGE 2 TO EXHIBIT "B" ATTACHED TO AND MADE A PART OF THE SPECIAL WARRANTY DEED BETWEEN JBL PROPERTIES, LLC ("GRANTOR") AND GREAT WESTERN OIL & GAS COMPANY, LLC ("GRANTEE")

TITLE EXCEPTIONS
(Continued from Page 1 to Exhibit "B")

11. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Pipeline Right-of-Way Grant recorded August 6, 2012, at Reception No. 3864237.

12. General property taxes for the year 2014 and subsequent years.

13. All zoning and other governmental rules and regulations.

14. All matters created by or through Grantee.

15. Any rights, interests, or claims which may exist or arise by reason of the following facts shown on the ALTA/ACSM Land Title Survey dated January 2, 2014, prepared by King Surveyors, as Job Number 2013834:

- A) Fence lines do not coincide with property lines.
- B) Rights of others, if any, to irrigation ditches located on subject property.

Exhibit "C"

After recording, return to:
Kristin N. Schelwat
Broe Real Estate Services, Inc.
252 Clayton Street, Fourth Floor
Denver, CO 80206

SPECIAL WARRANTY DEED

THIS DEED, made this 17th day of January, 2014, between GREAT WESTERN OIL & GAS COMPANY, LLC, a Colorado limited liability company ("Grantor") and EAS, LLC, a Colorado limited liability company, the mailing address of which, for purposes of this Deed, is 252 Clayton Street, Fourth Floor, Denver, Colorado 80206, of the County of Denver, State of Colorado ("Grantee").

WITNESSETH:

That Grantor, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold, and conveyed, and by these presents does hereby grant, bargain, sell, convey, and confirm unto Grantee, its successors and assigns, forever, all the real property, together with improvements, if any, situate, lying and being in the County of Weld, State of Colorado, which is legally described as follows (the "Property"):

As set forth on Exhibit "A" attached hereto and incorporated herein by reference.

(Street Address: 9713 Weld County Road 74, Windsor, Colorado)

TOGETHER WITH all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, the reversion and reversions, remainder and remainders, rents, issues, and profits thereof; and all the estate, title, interest, claim, and demand whatsoever of Grantor, either in law or equity, of, in, and to the Property, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the Property above bargained and described, with the appurtenances unto Grantee, its successors and assigns, forever. Grantor, for itself and its successors and assigns, does covenant and agree that it shall and will warrant and forever defend the Property in the quiet and peaceable possession of Grantee, its successors and assigns, against all and every person or persons claiming the whole or any part thereof, by, through, or under Grantor, EXCEPT AND SUBJECT TO those matters which are set forth on Exhibit "B" attached hereto and incorporated herein by reference.

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on the date set forth above.

GREAT WESTERN OIL & GAS COMPANY, LLC,
a Colorado limited liability company

By

Thomas G. Mandula, Manager

KMS

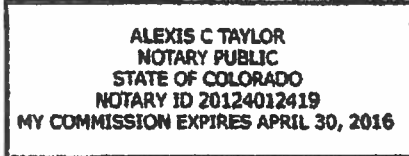
"Exempt from Property
Transfer tax pursuant to
C.R.S. Sec. 39-13 102(2)(a)"

STATE OF COLORADO }
COUNTY OF Denver) ss.

The foregoing instrument was acknowledged before me this 17th day of January, 2014, by Thomas G. Mandula, Member of Great Western Oil & Gas Company, LLC, a Colorado limited liability company.

WITNESS my hand and official seal.

My commission expires: April 30, 2016





Notary Public

EXHIBIT "A"

LEGAL DESCRIPTION
OF THE PROPERTY

A tract of land located in Section 34, Township 7 North, Range 67 West of the 6th Principal Meridian, County of Weld, State of Colorado, described as follows:
Considering the South line of the SE1/4 of said Section 34 as bearing S89°15'59"W and with all bearings herein relative thereto;

Commencing at the Southeast Corner of said Section 34, Thence S89°15'59"W, 1657.44 feet along the South line of the SE1/4 of said Section 34; Thence N00°44'01"E, 30.00 feet to the North Right-of-Way line of Weld County Road 74 and to the Southwest corner of Fox Ridge, the plat of which recorded August 28, 2002 at Reception No. 2982132 of the records of the Office of Clerk and Recorder of Weld County, Colorado, and the True Point of Beginning;

Thence S89°15'59"W, 976.55 feet along the North Right-of-Way line of Weld County Road 74 to the West line of the SE1/4 of said Section 34;
Thence S89°16'09"W, 187.51 feet along said North Right-of-Way line to a point of curve;
Thence along said North Right-of-Way line Southwesterly, 152.96 feet along the arc of a curve concave to the Southeast, said arc having a radius of 400.00 feet, a central angle of 21°54'36", and being subtended by a chord that bears S77°53'18"W, a distance of 152.03 feet to the South line of the SW1/4 of said Section 34; Thence S89°16'09"W, 210.35 feet along the South line of the SW1/4 of Section 34 to the Easterly line of that parcel of land recorded as Reception No. 3074875 Weld County records; Thence along the Easterly and Southerly lines of that parcel of land recorded as Reception No. 3074875 the following fifteen (15) courses:
1. N05°54'02"W, 860.43 feet; 2. N32°04'47"E, 192.88 feet; 3. N11°23'30"W, 484.33 feet; 4. N33°41'12"E, 324.59 feet; 5. S66°03'25"E, 472.97 feet; 6. N78°48'14"E, 173.69 feet;
7. N03°23'03"W, 274.72 feet; 8. N13°44'16"W, 409.37 feet; 9. N01°04'07"W, 374.30 feet; 10. N10°24'07"W, 298.90 feet; 11. N30°23'36"W, 770.88 feet; 12. S73°08'46"E, 1210.24 feet;
13. S57°39'26"E, 1094.94 feet; 14. S75°54'15"E, 488.30 feet; 15. N80°26'16"E, 368.85 feet to the Westerly line of Fox Ridge, the plat of which recorded August 28, 2002 at Reception No. 2982132 of the records of the Office of Clerk and Recorder of Weld County, Colorado;

Thence along the Westerly line of said Fox Ridge the following eight (8) courses:
1. S00°15'24"E, 522.17 feet; 2. N71°45'04"W, 747.79 feet; 3. S25°18'38"W, 530.09 feet; 4. S16°35'49"W, 11.31 feet; 5. S13°47'38"W, 923.93 feet; 6. S19°59'34"W, 100.50 feet;
7. S24°03'15"W, 814.18 feet; 8. S10°36'14"W, 54.93 feet to the North Right-of-Way line of Weld County Road 74 and the True Point of Beginning,

EXCEPTING therefrom that certain parcel of land described in Deed recorded October 27, 2006 at Reception No. 3430470 of the records of the Office of Clerk and Recorder of Weld County, Colorado,

TOGETHER WITH all rights, title, and interest of Grantor in and to all water and water rights, wells and well rights, ditches and ditch rights, and reservoirs and reservoir rights, belonging or in any way appertaining to the above-described property, including, but not limited to, two (2) shares of the capital stock of The Larimer and Weld Irrigation Company and two (2) shares of the capital stock of The Finley Lateral Ditch Company; and

TOGETHER WITH All rights, title, and interest of Grantor in and to all minerals and mineral rights, including oil, gas, coal, sand, gravel, and other minerals, located in, on, or under the surface of the above-described property.

EXHIBIT "B"

TITLE EXCEPTIONS

1. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Agreement recorded July 30, 1964, at Reception No. 1441875.

NOTE: Agreements in connection therewith recorded December 28, 1992, at Reception No. 2315973 and October 22, 2001, at Reception No. 2893951.

2. The effect of the Notice regarding underground natural gas and electric facilities of Public Service Company of Colorado's Northern Division recorded November 9, 1981, at Reception No. 1874084, and of the same for Western Slope Gas Company recorded March 9, 1983, at Reception No. 1919757.

3. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Warranty Deed recorded June 3, 1991, at Reception No. 2252006.

4. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Agreement recorded June 3, 1991, at Reception No. 2252007.

5. An easement for electric line or system and incidental purposes granted to Poudre Valley Rural Electric Association, Inc., as set forth in an instrument recorded April 22, 1996, at Reception No. 2486959.

6. An easement for electric line or system and incidental purposes granted to Poudre Valley Rural Electric Association, Inc., as set forth in an instrument recorded April 1, 1997, at Reception No. 2540578.

7. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Quit Claim Deed recorded April 10, 2000, at Reception No. 2760824.

8. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Easement recorded June 21, 2000, at Reception No. 2776055.

9. Any tax, lien, fee or assessment by reason of inclusion of subject property in the Northern Colorado Water Conservancy District, as evidenced by instrument recorded September 29, 2010, at Reception No. 3721790.

10. Oil and Gas Lease recorded July 26, 2011, at Reception No. 3782258.

NOTE: Declaration of Pooling in connection therewith recorded November 28, 2012, at Reception No. 3891321.

11. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Pipeline Right-of-Way Grant recorded August 6, 2012, at Reception No. 3864237.

12. General property taxes for the year 2014 and subsequent years.

13. All zoning and other governmental rules and regulations.

14. All matters created by or through Grantee.

15. Any rights, interests, or claims which may exist or arise by reason of the following facts shown on the ALTA/ACSM Land Title Survey dated January 2, 2014, prepared by King Surveyors, as Job Number 2013834:

A) Fence lines do not coincide with property lines.

B) Rights of others, if any, to irrigation ditches located on subject property.