



**MEMORANDUM OF
SURFACE USE AGREEMENT**

This MEMORANDUM OF SURFACE USE AGREEMENT (the "Memorandum") is made and executed as of the 2nd day of December, 2008 to evidence that:

The Surface Use Agreement (the "Agreement") dated 2nd of December, 2008 was entered into by and between **Beaver Creek Ranch, L.P.**, an Iowa Limited Partnership, doing business in Colorado as **Youberg Beaver Creek Ranch, L.P.**, represented by David R. Youberg, Trustee, whose address is 215 South 10th Street, SAC City, IA 50583 (the "Surface Owner") and **Williams Production RMT Company** (the "Operator"), which, among other provisions, provides as follows:

Surface Owner agrees that Operator may use each of the Nine (9) new proposed surface locations and the One (1) proposed frac pad location for drilling, completion, and all other oil and gas operations as depicted on the attached Exhibit "A".

This Memorandum shall be construed as a covenant running with the Lands and shall be binding on any and all personal representatives, successors, and assigns of Surface Owner and Operator.

This Memorandum is being executed by Surface Owner and Operator for the primary purpose of recording and thus advising all interested parties of the existence and validity of such Surface Use Agreement, the exact terms and conditions of which are more fully stated in the unrecorded instrument on file with the respective parties and, that this Memorandum shall constitute notice to all parties of the existence of this Agreement as though it was described in total detail herein.

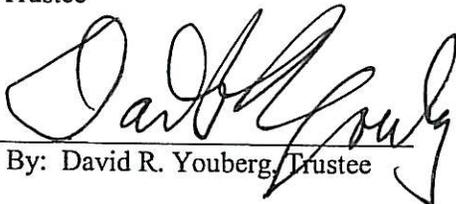
IN WITNESS WHEREOF, the parties have executed this Memorandum as of the date first above written.

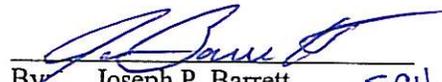
Surface Owner

Operator

Beaver Creek Ranch, L.P., an Iowa Limited Partnership, doing business in Colorado as **Youberg Beaver Creek Ranch, L.P.**, represented by David R. Youberg, Trustee

Williams Production RMT Company

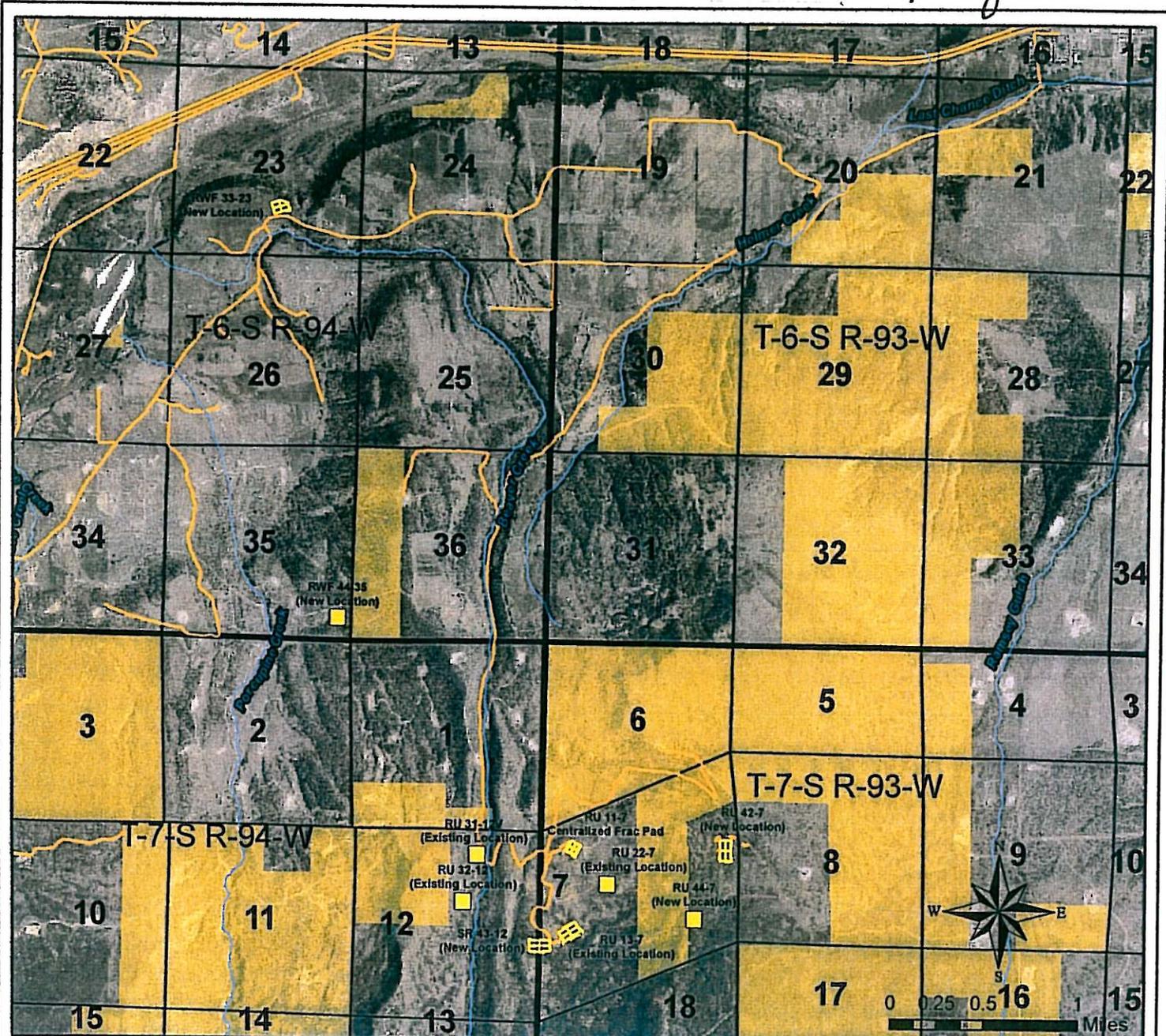

By: David R. Youberg, Trustee


By: Joseph P. Barrett SCH
Title: Attorney-In-Fact

Dated: 2 Dec 08

Dated: Dec. 16, 2008

Exhibit "A"
 Attached to and made part of that certain Memorandum of
 Surface Use Agreement dated 2nd day of Dec 2008,
 by and between Beaver Creek Ranch, L.P., an Iowa Limited
 Partnership, doing business in Colorado as Youberg Beaver
 Creek Ranch, L.P., represented by David R. Youberg, Trustee,
 Surface Owner, and Williams Production RMT Company, Operator

- Legend**
- BLM Surface
 - Pad Location (for future drilling)
 - Pad Location (for near-term drilling)
 - Proposed Limit of Disturbance
 - Proposed Road
 - Existing Road
 - Stream

Williams Production RMT



Youberg SUA
 T6S R94W, T7S R94W,
 T7S R93W

October 7, 2008