

SURFACE USE AND EASEMENT AGREEMENT

THIS AGREEMENT ("Agreement") is made and entered into this 1st day of August, 2014 ("Effective Date") by and between Alex N. Yater and Brenda S. Yater, husband and wife, whose address is 7281 County Road 300, Parachute, Colorado 81635, hereinafter called "Owner", and Ursa Operating Company LLC, whose address is 1050 17th Street, Suite 2400, Denver, Colorado 80202, hereinafter called "Operator". Owner and Operator are collectively referred to herein as the "Parties".

WHEREAS, the Owner is the owner of the surface of the following described lands located in Garfield County, Colorado, to-wit:

Township 7 South, Range 95 West, 6th P.M.
Section 17: S/2NWSW, less a four (4) acre tract

Hereinafter referred to as the "Lands", containing 16.00 acres, more or less

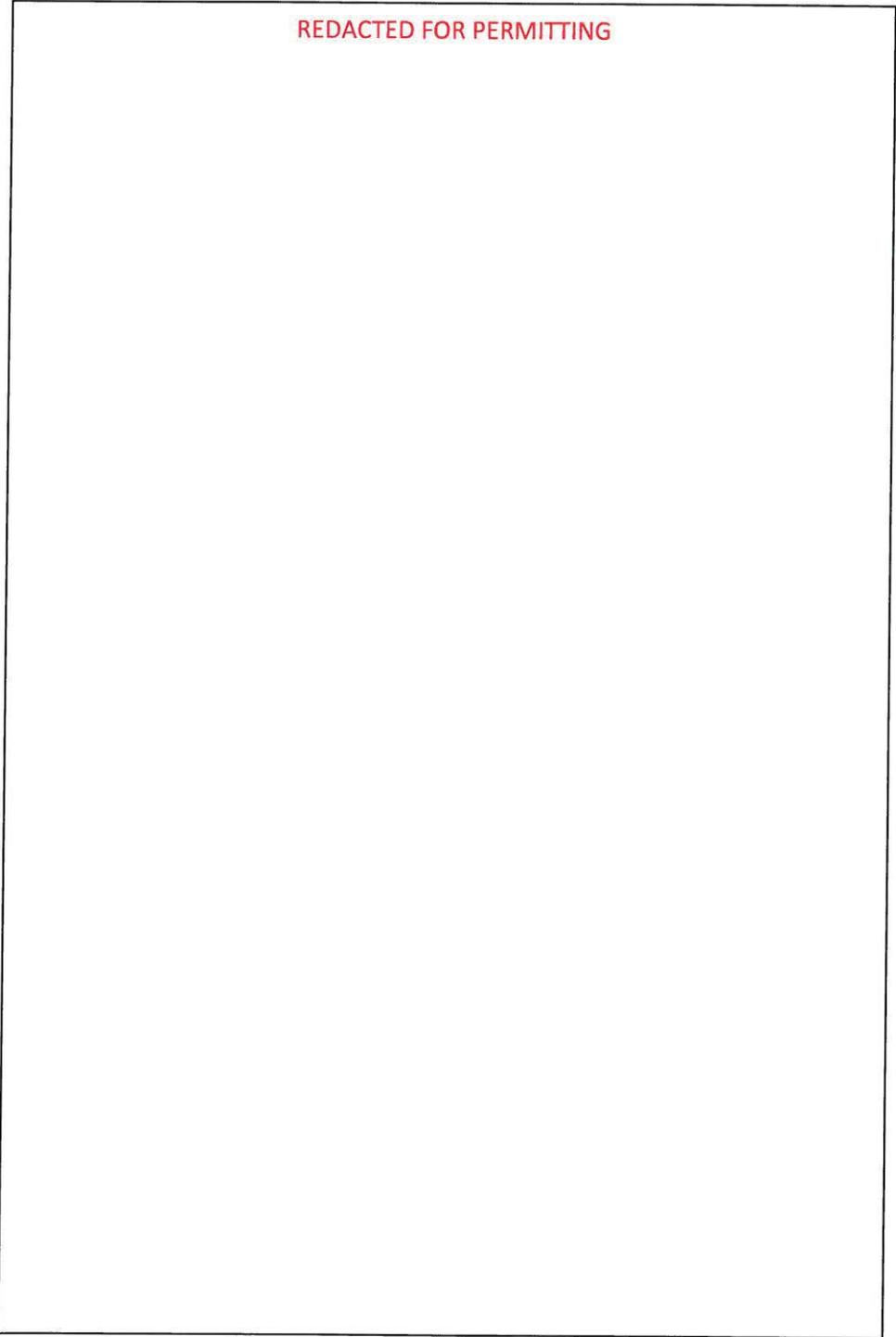
WHEREAS, Operator desires to utilize the Lands for the operations hereafter described, and Owner desires to allow such utilization;

WHEREAS, Owner and Operator desire to enter into this Agreement to stipulate the terms and conditions under which Owner will permit use of the Lands by Operator.

NOW, THEREFORE, in consideration of ten dollars (\$10.00) and other good and valuable consideration in hand paid, receipt of which is hereby acknowledged, Owner and Operator agree as follows:

1. **Surface Ownership.** Operator desires to explore for and produce oil and gas and associated hydrocarbons on property owned by Owner as more fully depicted on Exhibit A attached hereto and made a part hereof for all purpose.
2. **Grant of Easement.** Owner hereby grants to Operator a right-of-way and easement on, over, through and across the Lands for the purpose of drilling, completing, operating and producing gas wells, conducting reservoir fracture stimulation operations, re-completing and monitoring wells therefore, together with the right-of-way and easement on, over, through and across the Lands necessary to construct operate, maintain and repair (including but not limited to) access roads, fluid retention reservoirs, well sites, tank batteries, compressors, electrical lines, facilities, pipelines (both water and gas), for both conducting operations and handling production from the Lands, as well as from other lands which Owner may not have an interest, which may be necessary for Operator to have a continuous and efficient pipeline system (such right-of-way and easement not to exceed fifty feet (50') during the construction phase, and shall not exceed twenty-five feet (25') after the completion of construction), pigging facilities, tanks, water discharge, and any other actions deemed necessary by Operator for its operations. Within

60 days after any pipeline is installed on the Lands, Operator will furnish to Owner an as-built plat showing the location of the pipeline. Owner agrees that Operator may file in the real property records of Garfield County, Colorado on behalf of Owner appropriate documentation evidencing the location of any pipelines on the Lands.



OWNER:



Alex N. Yater



Brenda S. Yater

OPERATOR:

URSA OPERATING COMPANY LLC



by: DON SIMPSON
its: VP OF BUSINESS DEVELOPMENT

ACKNOWLEDGMENTS

STATE OF COLORADO)
) ss.
COUNTY OF GARFIELD)

The foregoing instrument was acknowledged before me, a notary public, this 9th
day of ~~August~~ September, 2014, by Alex N. Yater and Brenda S. Yater, husband and wife .

Witness my hand and official seal.

My commission expires: 2/27/18

Kimberly Renee Jimenez
Notary Public



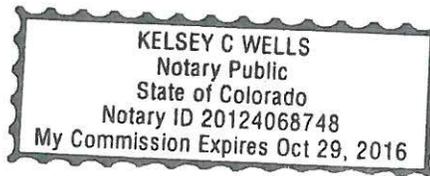
STATE OF COLORADO)
) ss.
COUNTY OF GARFIELD)

The foregoing instrument was acknowledged before me, a notary public, this 12th
day of ~~August~~ September, 2014, by DON SIMPSON, as VP OF BUSINESS DEVELOPMENT
of Ursa Operating Company LLC, on behalf of said company.

Witness my hand and official seal.

My commission expires: 10/29/2016

Kelsey C Wells
Notary Public



**EXHIBIT A
DEPICTION OF LANDS**

