

MEMORANDUM OF AMENDMENT TO SURFACE USE AGREEMENT

STATE OF COLORADO     )  
                                      ) ss.  
COUNTY OF WELD         )


This Memorandum is made this 30<sup>th</sup> day of January, 2014, by Noble Energy, Inc. ("Noble") as operator and successor-in-interest to United States Exploration, Inc. ("USX") 1625 Broadway, Suite 2200, Denver, Colorado 80202.

On March 27, 2013, Wells Ranch LLLP, a Colorado Limited Liability Limited Partnership, ("Surface Owner") and Noble entered into that certain Amendment to Surface Use Agreement (the "Agreement") amending that certain Surface Use Agreement dated March 2, 2007 by and between Surface Owner and USX. The Agreement further provides 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 and associated production facilities to be located in:

SEE ATTACHED EXHIBIT "A"  
Weld County, Colorado


This Memorandum of Amendment to Surface Use Agreement is placed of record in Weld County, Colorado for the purpose of placing all persons on notice of the existence of the Agreement.

NOBLE ENERGY, INC.

By:   
Joseph E. Lorenzo  
Attorney-in-Fact

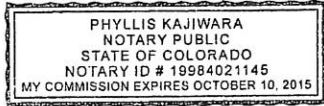
*SA*

Wells Ranch LLLP

By:   
Steven Wells  
Surface Owner, General Partner

STATE OF COLORADO )  
CITY AND ) ss.  
COUNTY OF DENVER )

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of January, 2014, by Joseph H. Lorenzo, Attorney-In-Fact, of Noble Energy, Inc.



Phyllis Kajiwar  
Notary Public

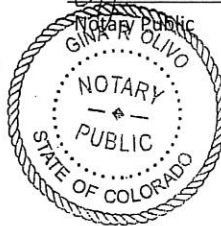
My commission expires: \_\_\_\_\_

STATE OF COLORADO )  
 ) ss.  
COUNTY OF WELD )

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of February, 2014, by Steven Wells, Surface Owner and General Partner, of Wells Ranch LLLP.

Gina R. Olivo

My commission expires: 3/29/2015



**EXHIBIT "A"**

Attached to and by this reference made a part of that certain Agreement dated March 27, 2013 by and between Surface Owner and Noble Energy, Inc. as "Noble" covering the following lands located in Weld County, Colorado:

Township 5 North, Range 62 West, 6<sup>th</sup> P.M.

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, 6<sup>th</sup> P.M.

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, 6<sup>th</sup> P.M.

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, 6<sup>th</sup> P.M.

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 23: ALL  
Section 24: 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