

DECLARATION OF POOLING

WHEREAS, GRAND MESA OPERATING COMPANY is the legal owner and/or operator of record of the following Oil and Gas Leases located in Washington County, Colorado, described as follows:

Lessor: Eddie Don Bowen and Linda Dian Bowen as
trustees of the Bowen Family Trust of
August 2000
Lessee: Tim Herian
Date: August 14th, 2013
Memo Recorded: Reception No. 858540
Description: Township 5 South, Range 54 West
Section 25: NE/4

Lessor: First National Bank Custodian of the
Darvin Meurisse Roth IRA
Lessee: Tim Herian
Date: August 14th, 2013
Memo Recorded: Reception No. 858539
Description: Township 5 South, Range 54 West
Section 25: NE/4

Lessor: Larry D. Buethe and Gayla M. Buethe,
husband and wife
Lessee: Diamond Resources Co.
Date: September 9th, 2011
Memo Recorded: Reception No. 852578
Description: Township 5 South, Range 54 West
Section 25: S/2

WHEREAS, the above-captioned leases grant the right, power and privilege to the Lessee or its assigns to pool or combine the acreage set out in said leases so as to form an oil production unit which in Lessee's judgment is necessary or advisable in order to properly develop and operate the premises; and

WHEREAS, the undersigned desires to pool the Oil and Gas Leases described above so as to form a separate operating unit for the production of oil.

NOW, THEREFORE, in consideration of the mutual benefits to be derived herefrom, the undersigned hereby exercises the privileges and options granted in the Oil and Gas Leases and does hereby pool such Oil and Gas Leases so as to form a separate operating unit for the production of oil as follows:

Township 5 South, Range 54 West

A tract of land in the E/2 of Section 25-T5S-R54W described as: Starting at a point from the center of the south section line thence North 1,991 feet to the southwest corner of the unit as its point of beginning thence East 660 feet, thence North 660 feet, thence West 660 feet, thence South 660 feet, to the point of beginning,

containing forty (40) acres, more or less, and the undersigned does hereby give public notice of such pooling.

GRAND MESA OPERATING COMPANY

By:

Michael J. Reilly
President

The foregoing instrument was acknowledged before me this 31 day of May, 2016, by Michael J. Reilly, President of Grand Mesa Operating Company, for the corporation.

My Commission Expires:

October 1, 2016

Adam Petz

Notary Public

