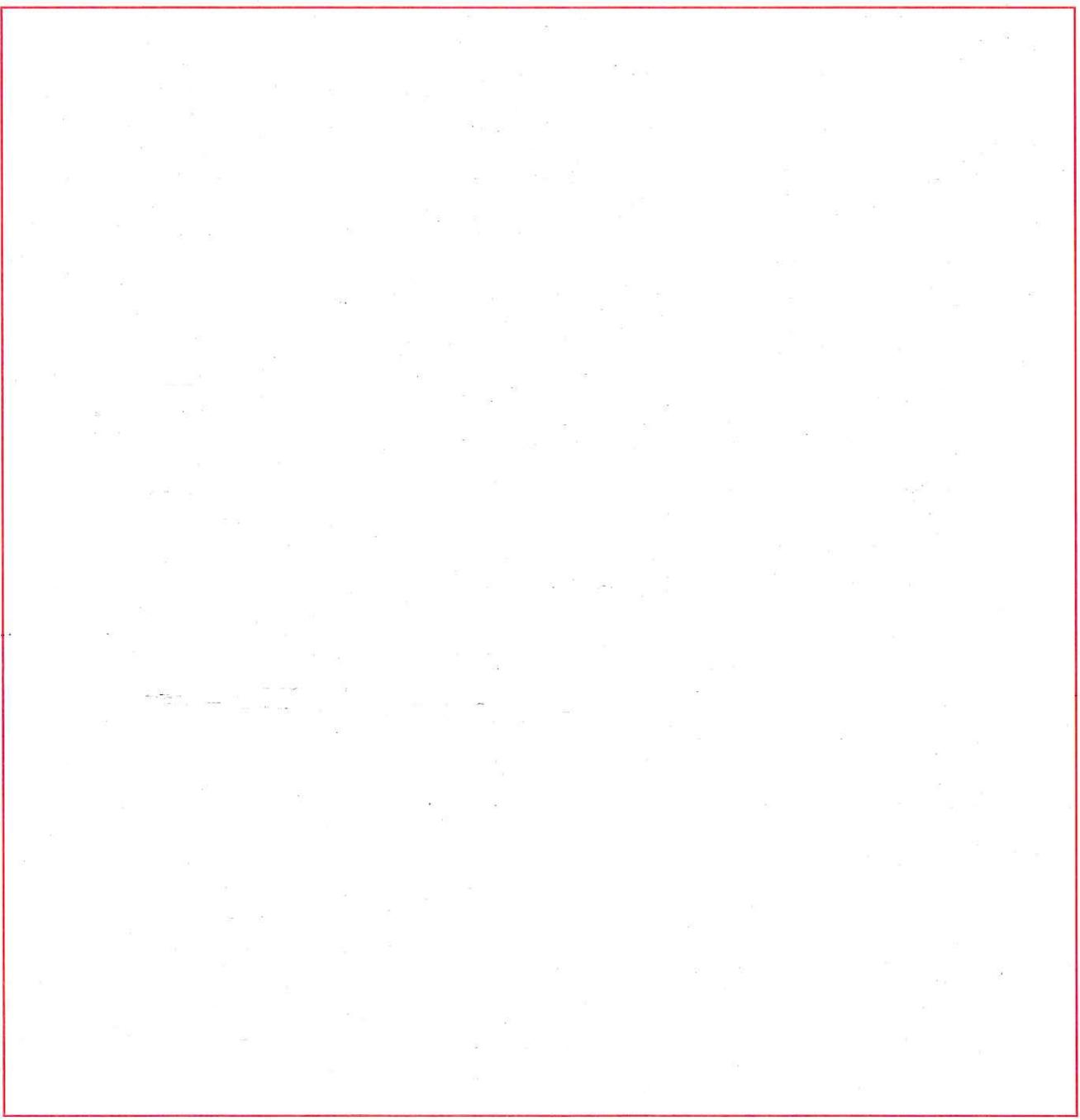


# SURFACE USE AGREEMENT

THIS SURFACE USE AGREEMENT ("Agreement") is entered into by and between the Fred O. Will and Molly O. Will Trust, dated December 17, 1998, Larry P. Will Trustee, whose address is 312 Clover Lane, Fort Collins, Colorado 80521, the owner of the surface estate described below (the "Property"), and Bill Barrett Corporation ("Company"), whose address is 1099 18<sup>th</sup> Street, Suite 2300, Denver, Colorado 80202 (individually a "Party," together "the Parties") with respect to the following described lands:

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

Section 3: NW1/4 (Except "Lot B" Recorded Exemption RE-1384), SW1/4, W/2NE1/4, SE1/4



LPW  
mtr

15. This Agreement shall become effective upon execution, which may be by counterparts, each of which shall constitute one and the same document, and shall remain in full force and effect until Company's leasehold estate expires or is terminated, and Company has plugged and abandoned the Wells and conducted reclamation in accordance with applicable COGCC rules and regulations, except that any release, discharge or indemnity from and against liability contained herein shall survive the expiration of this Agreement. An electronic copy of a Party's original signature shall be considered valid, binding and enforceable.

IN WITNESS WHEREOF, the Parties have executed this Agreement this 12 day of Oct, 2013

**OWNER:**

Fred O. Will and Molly O. Will Trust, dated December 17, 1998

Larry P. Will TRUSTEE  
By: Larry P. Will, Trustee

**COMPANY:**

BILL BARRETT CORPORATION

Mitchell J. Reneau  
By: Mitchell J. Reneau  
Vice-President-Land

JPW  
MR

ACKNOWLEDGEMENTS

STATE OF COLORADO )  
COUNTY OF  Larimer  ) ss.

The foregoing instrument was acknowledged before me this  12<sup>th</sup>  day of  October  2013  
by Larry P. Will, Trustee of the Fred O. Will and Molly O. Will Trust, dated December 17, 1998.

My Commission Expires  
01/25/2016

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

Alden V. Hill   
Notary Public

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

The foregoing instrument was acknowledged before me this  24  day of  OCTOBER  2013  
by Mitchell J. Reneau, Vice-President-Land of Bill Barrett Corporation, a Delaware corporation, on  
behalf of the corporation.

My commission expires  10.10.2015

WESLEY DIGRAPPA  
Notary Public  
State of Colorado

My Commission Expires  10.10.2015

Wesley Digrapa   
Notary Public

LFW