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**MEMORANDUM OF COMPATIBLE DEVELOPMENT AND SURFACE USE
AGREEMENT**

Pursuant to the terms of that certain unrecorded Compatible Development and Surface Use Agreement dated effective the 19th day of December, 2007 between the undersigned, and subject to the conditions set forth therein, EnCana Oil & Gas (USA) Inc. ("EnCana") with an address at 370 17th Street, Suite 1700, Denver, Colorado 80202, and FARFRUMWURKIN, LLLP ("Surface Owner" or "Owner") with an address of P.O. Box 983, Broomfield, Colorado 80038 agreed to the compatible use of the surface of the following described lands for surface development and for oil and gas operations including but not limited to the access to and the construction for the drilling, completion, recompletion, reworking, re-entry, production and maintenance of oil and gas wells and production facilities:

Township 2 North, Range 68 West, Weld County, Colorado
Section 32: SW/4

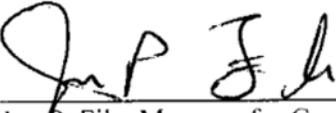
This Memorandum of Compatible Development and Surface Use Agreement is executed by Owner and EnCana and placed of record in Weld County, Colorado for the purpose of placing all persons on notice of the existence of the Agreement.

In witness whereof this instrument is executed effective the 15th day of January 2008

ENCANA OIL & GAS (USA) INC.

By: 
David G. Hill, Attorney-in-Fact

FARFRUMWURKIN, LLLP

By: 
Jon P. File, Manager for General Partner

ACKNOWLEDGMENTS

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

On this 28th day of July 2008, before me personally appeared David G. Hill who executed the within and foregoing instrument as Attorney-in-Fact of EnCana Oil & Gas (USA) Inc. on behalf of the corporation, and acknowledged the instrument to be the free and voluntary act and deed of the corporation for the uses and purposes therein set forth

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

My Commission Expires: _____
(SEAL) Notary Public: Lesley Ann Hall



STATE OF COLORADO weld)
CITY AND COUNTY OF DENVER) My Commission Expires 11/30/2011

On this 15 day of January 2008, before me personally appeared Jon P. File, known to me to be the person who executed the within and foregoing instrument, and acknowledged that he/she executed said instrument as his/her free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

My Commission Expires: 04/07/2010
(SEAL) Notary Public: Yelena Dean

