

### 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 Lincoln County, Colorado, described as follows:

Township 8 South - Range 55 West

Section 1: All

Minerals owned by:

Anadarko E & P Onshore LLC and Anadarko Land Corporation

AND

Lessor: The L. I. Fisher Family Limited Partnership, a  
Colorado Limited Partnership

Lessee: W-F Production LLC

Date: December 15, 2016

Recorded: Reception No. 348183

Description: Insofar and only insofar as said lease covers  
Township 8 South, Range 55 West  
Section 2: All

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 desire 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 8 South, Range 55 West


A tract of land described as follows: Beginning at a point described as 601 feet from the North line and 247 feet from the West line of Section 1, Township 8 South, Range 55 West, thence North 600 feet to the point of beginning, thence East 600 feet, thence South 1,200 feet, thence West 1,200 feet, thence North 1,200 feet, thence East 600 feet to the point of beginning,

containing thirty-three (33) acres, more or less, and the undersigned do hereby give public notice of such pooling. It being the intention of the parties hereto that the interest in said unit be shared on a 23/33rds basis for Section 1-T8S-R55W and on a 10/33rds basis for Section 2-T8S-55W as to the royalty interest covered by said leases.

IN WITNESS WHEREOF, the undersigned have set their hands and seal this 14<sup>th</sup> day of May, 2018.

GRAND MESA OPERATING COMPANY

By:

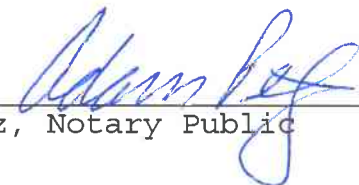
  
Michael J. Reilly,  
President

STATE OF KANSAS            )  
  ) SS  
COUNTY OF SEDGWICK    )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of May, 2018, by Michael J. Reilly, President of Grand Mesa Operating Company, for the corporation.

My Commission Expires:

October 10, 2020

  
Adam Petz, Notary Public

