

FIRST AMENDMENT TO STATE FILE: OM-3476
Amendment to Surface Use, Access, Right-of-Way
and Damage Agreement

This first amendment to surface use, access, right-of-way and damage agreement (this "Amendment") is between the State Land Board of Commissioners ("Owner") and ConocoPhillips Company ("Operator"). Owner and Operator may hereinafter together be referred to as the "Parties".

RECITALS:

- A. Owner and Operator entered into a Surface Use, Access, Right-of-Way and Damage Agreement, effective April 1, 2014, for which a "Memorandum of Surface Use Agreement" is recorded at Reception No. D4041018, in the Office of the Clerk and Recorder of Arapahoe County, Colorado (the "SUA"). Any capitalized term used in this First Amendment that is not otherwise defined herein has the meaning for such capitalized term as defined in the SUA.
- B. Owner's address for notification purposes is 1127 Sherman Street, Suite 300, Denver, CO 8023.
- C. Operator's address is 34501 E. Quincy Ave. Bldg. 1, Watkins, CO 80137
- D. Owner and Operator mutually desire to amend the SUA.

Owner and Operator therefore agree as follows:

1. The SUA is amended as follows:
 - Exhibit A is deleted in its entirety and replaced with the attached Exhibit A
 - Exhibit B is deleted in its entirety and replaced with the attached Exhibit B
2. Except as specifically amended here, all terms and conditions in the SUA remain in full force and effect.

3. This Amendment extends to and is binding upon and inures to the benefit of the Parties and their respective successors and assigns.
4. This Amendment may be executed any number of counterparts, each of which is deemed an original, and all of which together constitutes one and the same instrument.

Executed this 10th day of June, 2019, but effective as of April 1, 2014.

Signature Page Follows

Signature Page

Owner: State Land Board of
Commissioners

Operator: ConocoPhillips
Company

By: Christel Koranda

Title: ~~Attorney-in-fact, Oil and
Gas Leasing Manager~~

CLK - Minerals Director

By: Lindsay B. Weddle

Title: Attorney-in-fact

Acknowledgment page follows

Acknowledgements

STATE OF COLORADO §
 §
COUNTY DENVER §

This Agreement was acknowledged before me on June 10, 2019 by Christel Koranda, as ~~attorney-in-fact and Oil and Gas Leasing Manager~~ of the State Land Board of Commissioners. Minerals Director - CLK CLK

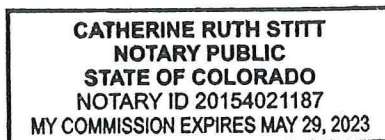
Catherine R. Stitt

NOTARY PUBLIC

Notary Public, State of Colorado

My commission expires:

May 29, 2023



STATE OF Texas §
 §
COUNTY Harris §

This Agreement was acknowledged before me on June 6, 2019 by Lindsay B. Weddle, as attorney-in-fact of ConocoPhillips Company, a Delaware corporation.

Sara Lafferrandre

NOTARY PUBLIC

Notary Public, State of Texas

My commission expires:

2/23/22



EXHIBIT A

SURFACE USE, ACCESS, RIGHT-OF-WAY AND DAMAGE AGREEMENT,

DATED APRIL 1, 2014

Lands subject to SUA: E2SW4, Section 2, T5S, R65W, 6th P.M., located in Arapahoe County, Colorado

SURFACE USE, ACCESS, RIGHT-OF-WAY and damage AGREEMENT,
dated April 1, 2014

