

**MEMORANDUM OF SECOND AMENDMENT TO SURFACE USE AGREEMENT**

This Memorandum of Second Amendment to Surface Use Agreement ("Memorandum") is dated and made effective the 9<sup>th</sup> day of July, 2021 and is by and between Kerr-McGee Oil and Gas Onshore, LP ("KMOG"), with an address of 1099 18<sup>th</sup> Street, Suite 1800, Denver, Colorado 80202, and Nelson Family LLC and Paul Nelson Farms LLC, ("Owner") whose address is 9000 Weld County Road 52, Milliken, Colorado 80543. KMOG and Owner may collectively be referred to herein as the "Parties."

**WITNESSETH:**

WHEREAS, PDC Energy, Inc. and Owner entered into a Surface Use Agreement dated December 12, 2015 ("SUA") covering portions of Northeast Section 33 Township 5 North, Range 67 West and the Southwest and the Southwest of the Northwest of Section 34, Township 5 North, Range 67 West of the 6<sup>th</sup> P.M.

WHEREAS, A Memorandum of Surface Use Agreement was recorded in the records of the Clerk and Recorder's Office, Weld County, Colorado on January 6, 2016 at Reception No. 4171144; and

WHEREAS, An Amendment to Surface Use Agreement ("Amendment") was entered into on July 13, 2016 and dated effective as of December 12, 2015; and

WHEREAS, A Memorandum of Amendment to Surface Use Agreement was recorded in the records of the Clerk and Recorder's Office, Weld County, Colorado on September 28, 2016 at Reception No. 4240584; and

WHEREAS, KMOG is successor in interest to PDC Energy, Inc., under the SUA; and

WHEREAS, Owner and KMOG amended the SUA and Amendment to include additional lands covered by the SUA, replaced the Amended Exhibit "A" dated July 8, 2016 with and new Amended Exhibit "A" dated July 9, 2021; and

WHEREAS, KMOG and Owner desire to record a Memorandum to give notice of the Second Amendment of Surface Use Agreement ("Second Amendment") of even date herewith; and

Whereas, the lands covered by the Second Amendment are described on Exhibit B (the "Property").

NOW, THEREFORE, this Second Amendment is placed of record for the purpose of giving notice of the Second Amendment and the amended Exhibit "A". The Parties acknowledge that they are bound by all of the terms and conditions of the SUA, First Amendment, and Second Amendment and that the SUA, First Amendment, and Second Amendment is a covenant running with the Property and binds and inures to the benefit of Owner and KMOG and their respective heirs, personal representatives, successors and assigns. The SUA and First Amendment, with all of its terms, conditions, covenants and other provisions, is referred to and incorporated into the Second Amendment for all purposes. Any person having a lawful right or legitimate interest in the SUA may examine a copy of the SUA at KMOG's office during normal business hours. The recitals are hereby incorporated into the Memorandum.

IN WITNESS WHEREOF, the Parties hereto have executed this Memorandum as of the date set for above.

NELSON FAMILY LLC

KERR-MCGEE OIL & GAS ONSHORE LP

BY: Amy L. Gibson

BY: Don C. Jobe III

DS EFV RCM

NAME: Amy L. Gibson

NAME: Don C. Jobe, III

TITLE: POA for Charlene A. Nelson as mgr. of Nelson Family LLC

TITLE: ATTORNEY-IN-FACT

PAUL NELSON FARMS LLC

BY: Amy L. Gibson

NAME: Amy L. Gibson

TITLE: POA for Charlene A. Nelson as mgr. of Paul Nelson Farms LLC

ACKNOWLEDGMENTS

STATE OF Colorado )  
 ) ss.  
COUNTY OF Weld )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of July 2020, by Amy L. Gibson as POA for Charlene A. Nelson as mgr. for NELSON FAMILY LLC.

Witness my hand and official seal.  
EMMA FRANCESCA VANNOY  
NOTARY PUBLIC - STATE OF COLORADO  
Notary ID #20194003067  
My Commission Expires 1/23/2023

Emma F. Vannoy  
Notary Public  
My Commission Expires: 01/23/2023

STATE OF Colorado )  
 ) ss.  
COUNTY OF Weld )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of July 2020, by Amy L. Gibson as POA for Charlene A. Nelson as mgr. for PAUL NELSON LLC

Witness my hand and official seal.  
EMMA FRANCESCA VANNOY  
NOTARY PUBLIC - STATE OF COLORADO  
Notary ID #20194003067  
My Commission Expires 1/23/2023

Emma F. Vannoy  
Notary Public

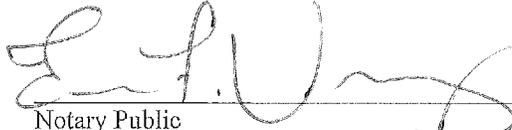
My Commission Expires: 01/23/2023

STATE OF Colorado )  
 ) ss.  
COUNTY OF Denver )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of August 2018, by DON C JOBE, III as ATTORNEY-IN-FACT for KERR-MCGEE OIL & GAS ONSHORE LP.

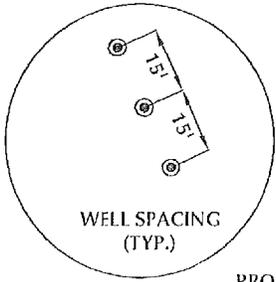
Witness my hand and official seal.

**EMMA FRANCESCA VANNOY**  
NOTARY PUBLIC - STATE OF COLORADO  
Notary ID #20194003067  
My Commission Expires 1/23/2023

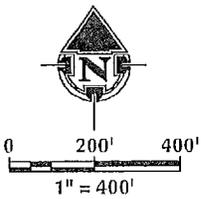
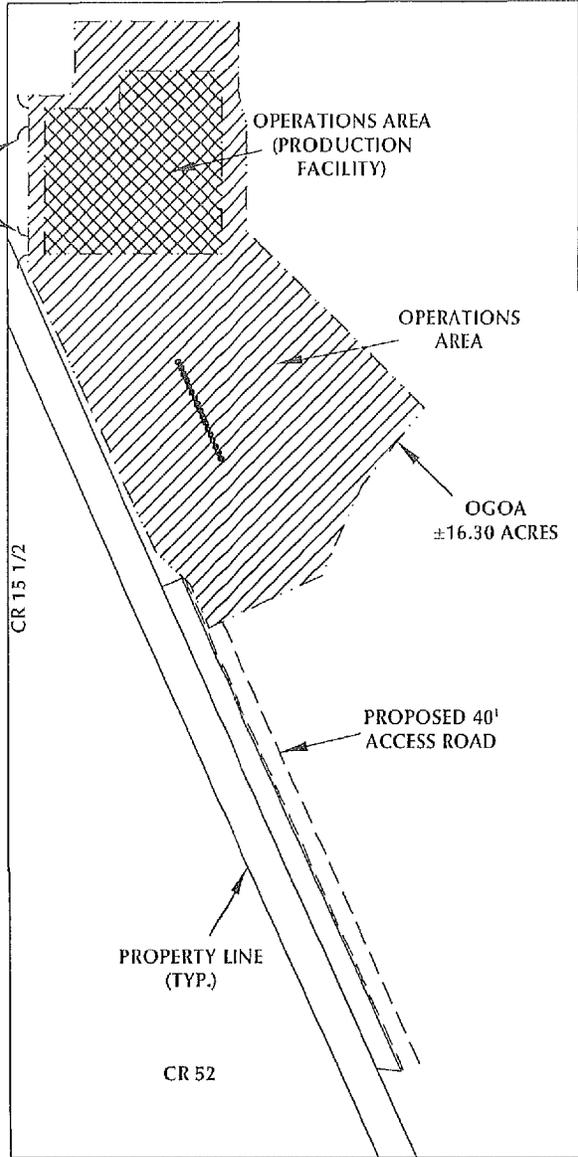
  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 1/23/2023

**EXHIBIT "A"**  
**PAUL NELSON**

W1/2 SE1/4 SECTION 29, TOWNSHIP 5 NORTH, RANGE 67 WEST, 6TH P.M.



PROPOSED 40' ACCESS ROADS



**LEGEND**

- OPERATIONS AREA
- PRODUCTION FACILITY OPERATIONS AREA
- EXISTING WELL
- PROPOSED WELL

X:\MAPS\SECTION29\2920\_00\_PAUL\_NELSON\_TENL\_0817\_2021\_0325\DWG\210817\_0001\_227235.PLT.brd



**609 CONSULTING, LLC**  
LOVELAND OFFICE  
6702 N. 20th Street  
Loveland, Colorado 80538  
Phone 970-776-4331

SHERIDAN OFFICE  
1095 Roberts Avenue  
Sheridan, Wyoming 82801  
Phone 307-674-0609

DATE SURVEYED: N/A  
DATE: 6/23/21  
DRAFTER: JAC  
REVISED: 7/9/21

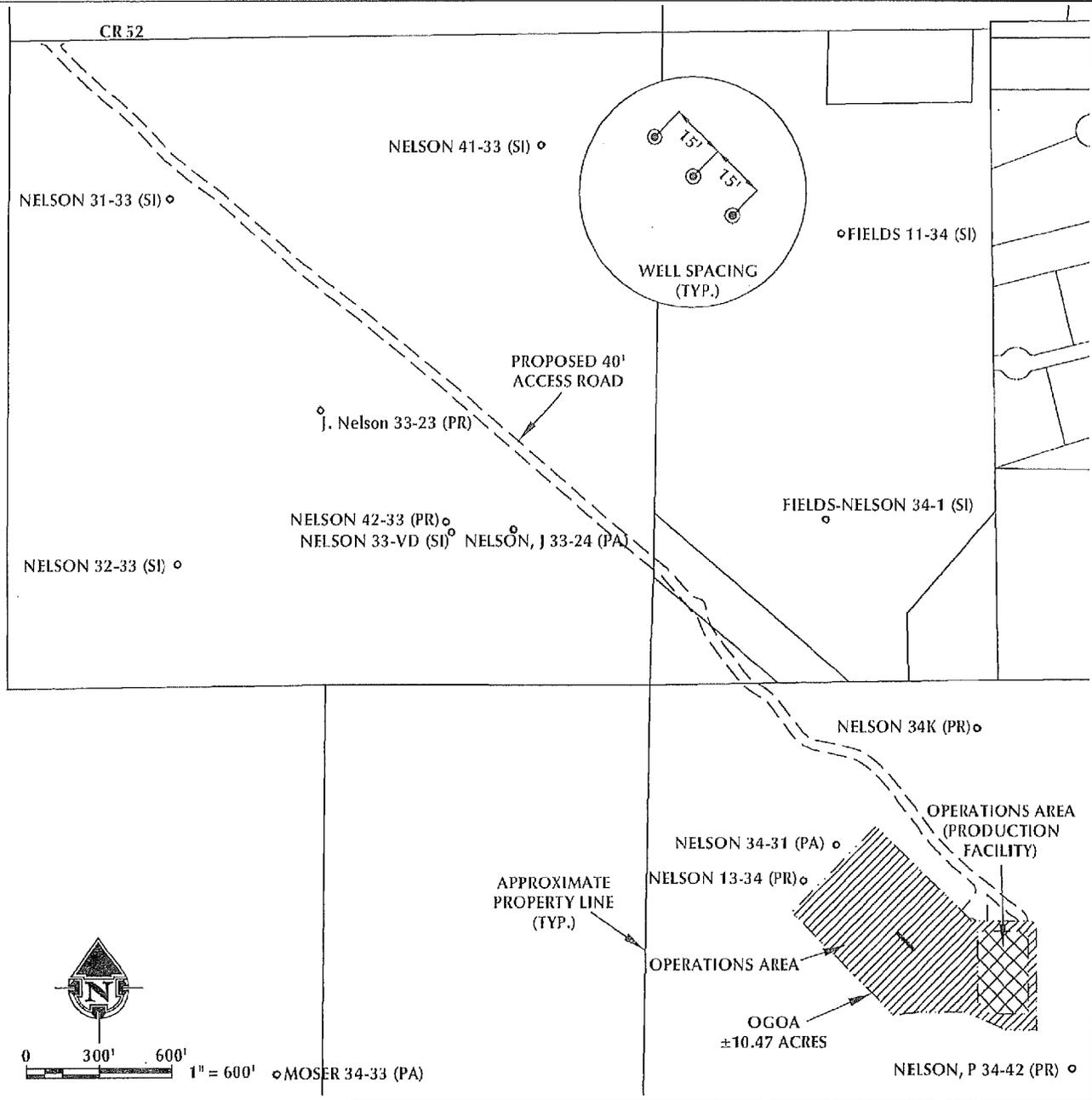
DATA SOURCES:  
- AERIAL COURTESY OF  
NEARMAP US., INC.

PREPARED FOR:  
**Kerr-McGee Oil & Gas Onshore LP.**

# EXHIBIT "A"

## CHARLENE NELSON

SW1/4 SECTION 34, TOWNSHIP 5 NORTH, RANGE 67 WEST, 6TH P.M.



LEGEND	
	OPERATIONS AREA
	PRODUCTION FACILITY OPERATIONS AREA
	EXISTING WELL
	PROPOSED WELL

**60° CONSULTING, LLC**  
 LOVELAND OFFICE  
 6700 South Franklin Avenue  
 Loveland, Colorado 80538  
 Phone: 970776-4331

**SHERIDAN OFFICE**  
 1395 S. Sherman Avenue  
 Sheridan, Wyoming 81801  
 Phone: 307-674-0099

DATE SURVEYED:	N/A
DATE:	6/23/21
DRAFTER:	JAC
REVISED:	7/9/21

**DATA SOURCES:**  
 - AERIAL COURTESY OF NEARMAP US, INC.

PREPARED FOR:  
**Kerr-McGee Oil & Gas Onshore LP.**

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Exhibit B  
To  
Memorandum of Second Amendment to Surface Use Agreement

Property Description:

Township 5 North, Range 67 West, 6<sup>th</sup> P.M.

Section 29: SE/4

Tax Parcel Number(s): 095729000012

Section 33: NE/4

Tax Parcel Number (s): 095733000016

Section 34: SW/4

Tax Parcel Number(s): 095734000010

Section 34: SWNW

Tax Parcel Number(s): 095734200003

Weld County, Colorado;