

**MEMORANDUM OF SURFACE
USE AGREEMENT**

KNOW ALL MEN BY THESE PRESENTS:

Corlies Clayburgh and Marie Clayburgh, husband and wife, of P.O. Box 177, Sheridan, WY 82801 (collectively, the "Owner"), and J. M. Huber Corporation, a New Jersey corporation, with offices located at 1050 17th Street, Suite 800, Denver, CO 80265 ("Huber"), have entered into that certain Surface Use Agreement dated January 12th, 2009 (the "Agreement") covering the following real property located in Sheridan County, Wyoming:

Township 56 North, Range 83 West, 6th P.M. Sheridan County, WY

A tract of land located in the NE/4SW/4 and N/2SE/4 of Section 31 and the NW/4SW/4 of Section 32 as described in that certain Warranty Deed recorded at Book 335, Page 66 of the Sheridan County Clerk's records.

(the "Lands").

Huber owns oil and gas leases which cover portions of the Lands. Pursuant to those leases Huber conducts coalbed methane exploration, development and production operations. Pursuant to the Agreement Owner and Huber have agreed upon, among other things, the damages to be paid by Huber arising from its use of the surface of the Lands and the manner of locating wells for the production of coalbed methane and the locating of roads, pipelines, power lines and surface equipment related to such wells.

This Memorandum is executed by Owner and Huber and recorded in Sheridan County, Wyoming to serve as notice of the existence of the Agreement. The parties acknowledge they are bound by all the terms and conditions of the Agreement and that the Agreement binds and inures to the benefit of Owner and Huber and their respective heirs, personal representatives, successors and assigns.

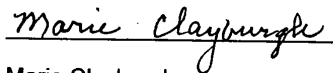
A complete copy of the Agreement is maintained at the offices of Huber at the address above. Any person desiring to deal with the Lands may contact Huber for information as to all of the terms of the Agreement.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Surface Use Agreement effective as of January 13th, 2009.

OWNER



Corlies Clayburgh



Marie Clayburgh

630630 MEMORANDUM OF AGREEMENT
BOOK 503 PAGE 0191
RECORDED 01/20/2009 AT 04:10 PM
AUDREY KOLTISKA, SHERIDAN COUNTY CLERK

J. M. HUBER CORPORATION

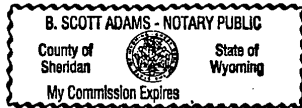
By: Ralph W. Schofield
 Ralph W. Schofield
 President, Energy

RSM

STATE OF WYOMING)
) ss.
 COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 13th day of January, 2009,
 by Corlies Clayburgh and Marie Clayburgh.

Witness my hand and official seal.



B. Scott Adams
 Notary Public: B. Scott Adams, Sheridan, WY
 My commission expires: 06-27-2010

STATE OF TEXAS)
) ss.
 COUNTY OF HARRIS)

The foregoing instrument was acknowledged before me this 16 day of January,
 2009, by Ralph W. Schofield, as President, Energy of J. M. Huber Corporation, a New Jersey
 corporation.

Witness my hand and official seal.



Catherine J. Zito
 Notary Public
 My commission expires: 12/22/10