

612467 MEMORANDUM OF AGREEMENT
BOOK 496 PAGE 0515
RECORDED 06/17/2008 AT 09:45 AM
AUDREY KOLTISKA, SHERIDAN COUNTY CLERK

**MEMORANDUM OF AMENDED AGREEMENT CONCERNING
SURFACE DISCHARGE OF PRODUCED WATER**

KNOW ALL MEN BY THESE PRESENTS:

Bert W. Dow, trustee under the Bert W. Dow Revocable Trust dated March 6, 2003, of 63 Dow Road, Sheridan, WY 82801 (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 Agreement Concerning Surface Discharge of Produced Water dated February 12, 2004 (the "Agreement"). A Memorandum of the Agreement was recorded with the Clerk of Sheridan County on February 27, 2007 at Book 482, Page 0343.

Pursuant to the Agreement Owner and Huber have agreed upon, among other things, the conditions under which Huber may disperse or dispose of on the Lands water produced from Huber's coalbed methane wells. By a Second Amendment to the Agreement dated ~~May~~ ^{June} 8, 2007, Operator and Owner have amended the Agreement to add Lots 1, 2, 3 and 4 of Section 33, Township 58 North, Range 82 West, 6th P.M., Sheridan County and to address other matters. All of the acreage now subject to the Agreement, as so amended, is described on the attached Exhibit A.

This Memorandum is executed by Owner and Huber and recorded in Sheridan County, Wyoming to serve as notice of the existence of the Agreement, as amended. The parties acknowledge they and their successors and assigns are bound by all the terms and conditions of the Agreement, but only to the extent the Agreement covers the Lands.

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 Amended Agreement Concerning Surface Discharge of Produced Water effective as of ~~May~~ ^{June} 8, 2007.

OWNER

By: Bert W. Dow
Bert W. Dow
Trustee

J. M. HUBER CORPORATION

By: [Signature]
[Name] JENNIFER J. ELLER
[Title] CEO - NATURAL RESOURCES & TDS

STATE OF WYOMING)
) ss.
 COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 8th day of ~~May~~ ^{June}, 2007, by Bert W. Dow, trustee under the Bert W. Dow Revocable Trust dated March 6, 2003.

Witness my hand and official seal.

[Signature]

Notary Public

My commission expires: Nov. 26, 2009



STATE OF TEXAS)
) ss.
 COUNTY OF HARRIS)

The foregoing instrument was acknowledged before me this 18 day of ~~May~~ ^{June}, 2007, by Jeff Ellena as CFO - Natural Resources of J. M. Huber Corporation, a New Jersey corporation. + TBS

Witness my hand and official seal.

[Signature: Sandra J. Smith]

Notary Public

My commission expires: 6/2/11

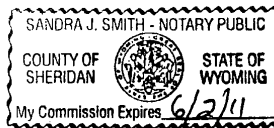


EXHIBIT "A"

The following described property located in Sheridan County, Wyoming:

Township 58 North, Range 82 West, 6th P.M.

- Sections 19: Lot 1, SE1/4SW1/4, SW1/4SE1/4, NE1/4SE1/4
- Section 20: Lots 1, 2, 3, 4, S1/2NE1/4, and that portion of the N1/2SE1/4 lying North and East of the Badger Creek County Road
- Section 21: S1/2NW1/4, SW1/4NE1/4, SE1/4, NE1/4SW1/4 and that portion of the NW1/4SW1/4, S1/2SW1/4 lying Northeast of the Badger Creek County Road; Also including that portion of the SE1/4SW1/4 of Section 21 lying Southwest of the Badger Creek County Road and Southeast of a tract of land described in Book 283 of Deeds, Page 528
- Section 27: Lots 2 (31.16 acres), 3 (31.00 acres) and 4 (30.84 acres), and all that part of Lot 1 (31.32 acres), except that portion conveyed to Gilt Edge Mining Corporation in Book 326 of Deeds, Page 363
- Section 28: NE1/4NE1/4, NW1/4NE1/4, S1/2NE1/4, SE1/4, NE1/4SW1/4, SW1/4NW1/4, and all that part of the N1/2NW1/4 and SE1/4NW1/4 described in the Special Warranty Deed from Metropolitan Life Insurance Company to Jack C. Dow and Dorothy L. Dow recorded in Book 332 of Deeds at Page 201
- Section 30: NE1/4NE1/4, E1/2NW1/4
- Section 33: Lots 1, 2, 3 and 4
- Section 34: Lots 1 (30.73 acres), 2 (30.66 acres), NW1/4SE1/4, NE1/4NW1/4, SE1/4NW1/4