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EASEMENT AND RIGHT-OF-WAY

FOR AND IN CONSIDERATION of the mutual covenants and agreements herein contained, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, RALPH E. AND MONICA W. ST. ROMAIN, P.O. Box 141, Sheridan, WY 82801 ("GRANTOR") does hereby grant, bargain, sell, and convey to FIDELITY EXPLORATION & PRODUCTION COMPANY, a corporation, 1250 West Century Avenue, P.O. Box 5601, Bismarck, ND 58503 ("GRANTEE"), its successors and assigns, a perpetual, non-exclusive right-of-way and easement ("EASEMENT") in, under, upon, about, over and through the property described on the attached Exhibit "A", hereto and incorporated herein by reference ("PROPERTY").

1. Grant. The EASEMENT granted hereby shall provide GRANTEE, its successors and assigns, the rights of ingress and egress to, from, under, over, and upon the PROPERTY described to provide access to other property owned by GRANTEE. The EASEMENT shall further provide GRANTEE the right to allow third parties to use the PROPERTY to access utilities, including cellular phone towers, located on the property owned by GRANTEE.
2. Road. GRANTEE, its successors and assigns, may construct a permanent road on the PROPERTY.
3. Utilities. GRANTEE, its successors and assigns, may install utilities as necessary upon, under, and above the PROPERTY.
4. Adherence. This EASEMENT shall be binding upon and inure to the benefit of the parties hereto, their successors and assigns, heirs, beneficiaries and personal representatives.
5. Governance. This EASEMENT shall be governed by and construed and enforced in accordance with the laws of the State of Wyoming.


GRANTOR


Ralph E. St. Romain


Monica W. St. Romain

659807 RIGHT OF WAY EASEMENT
BOOK 512 PAGE 0147
RECORDED 01/12/2010 AT 09:25 AM
AUDREY KOLTISKA, SHERIDAN COUNTY CLERK

GRANTEE


Fidelity Exploration & Production Company
BY: Marv Rygh
ITS: VP Southern Rockies

THIS INDENTURE is made and entered into this 23rd day of December 2009.

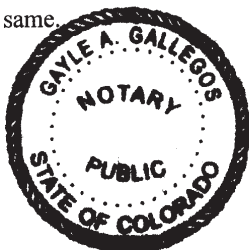
STATE OF Wyoming)
) ss.
COUNTY OF Sheridan

On this 23rd day of December, 2009, before me personally appeared Ralph E. and Monica W. St. Romain, known to me to be the persons described in and who executed the within and foregoing instrument, and acknowledged to me that they executed the same.

Alison T. Olson
Notary Public
Sheridan County
State of Wyoming
My Commission Expires: 5-29-12

STATE OF COLORADO)
 CITY AND) ss.
COUNTY OF DENVER

On this 29th day of DECEMBER, 2009, before me personally appeared Marv Rygh, VP Southern Rockies, known to me to be the person described in and who executed the within and foregoing instrument, and acknowledged to me that he executed the same.



My Commission Expires September 28, 2010

Gayle A. Gallegos
Notary Public
Denver City & County
State of Colorado
My Commission Expires: 9/28/10

R

EXHIBIT "A"

Record Owner/Grantor: Ralph E. & Monica W. St Romain

Grantee: Fidelity Exploration & Production Company

Re: Forty (40) foot wide access easement

An access easement being a strip of land forty (40) feet wide twenty (20) each side of the centerline of an existing road situated in the NE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 25 Township 57 North, Range 84 West, 6th P.M., Sheridan County, Wyoming, as shown on **EXHIBIT "B"** attached hereto and by this reference made a part hereof; said centerline being more particularly described as follows:

Commencing at the east quarter corner of said Section 25 (monumented with a 3-1/4" aluminum cap per PLS 5369); thence S21°21'09"W, 1007.23 feet to the **POINT OF BEGINNING** of said centerline, said point lying in the right of way of Beatty Gulch Road AKA County Road No. 1231; thence N66°33'35"E, 403.84 feet along said centerline to the **POINT OF TERMINUS** of said centerline, said point lying on the east line of said Section 25 and being S00°16'42"E, 777.46 feet from said east quarter corner of Section 25.

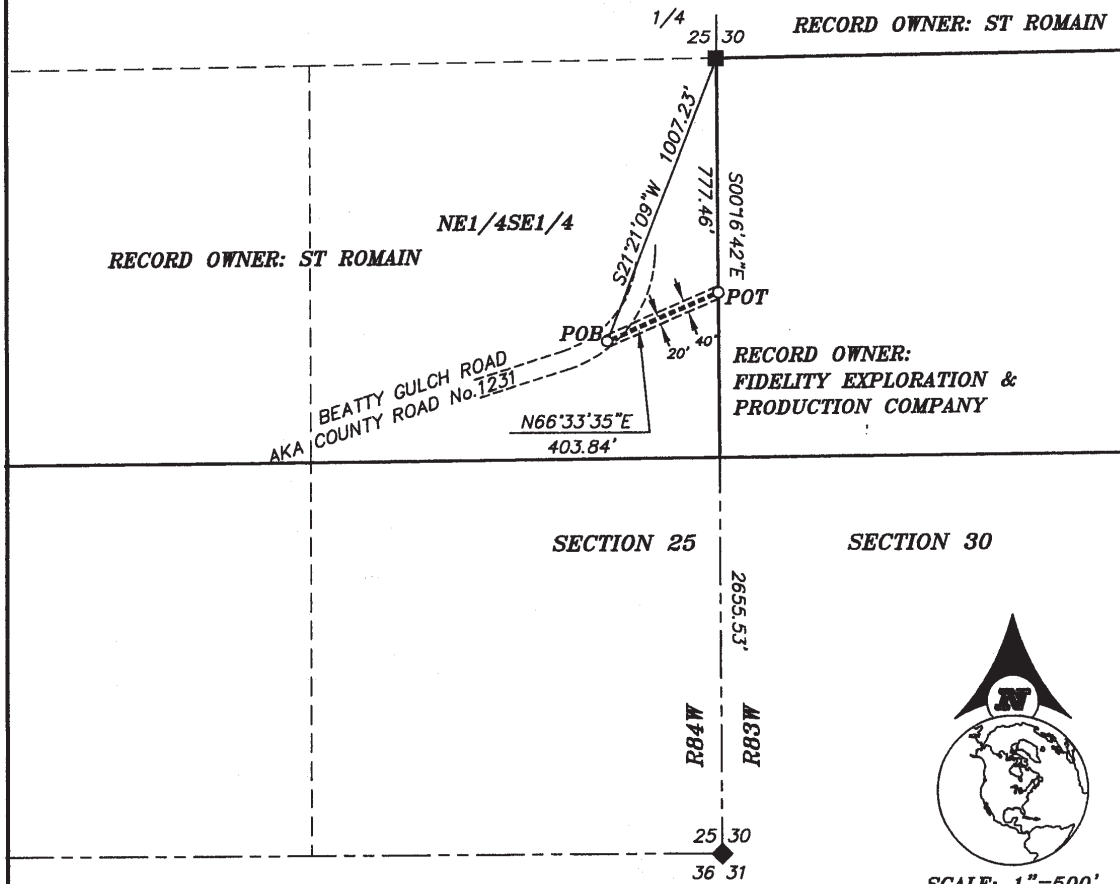
Sidelines of the above forty (40) foot wide easement are to be prolonged or shortened to terminate on the boundary line of the Grantor.

Bearings are Grid: Grid north=Geodetic north at Longitude 106°51'17.33"W.
Length=403.84' (24.48 Rods) more or less.

H:\WP\LD\T57N\98\98058 St ROMAIN EASEMENT 25-5784.wpd

EXHIBIT "B"

SECTION 25, TOWNSHIP 57 NORTH, RANGE 84 WEST,
6TH P.M., SHERIDAN COUNTY, WYOMING

**LEGEND**

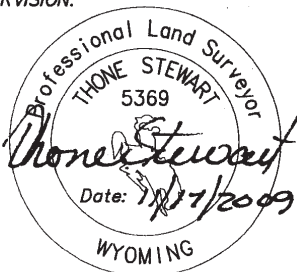
- POB, POT, PI, PT, PC EASEMENT
- 3-1/4" ALUMINUM CAP PER PLS 5369
- ◆ SWCC LEAD PIPE
- SECTION LINE
- INTERIOR SECTION LINE
- CENTERLINE EASEMENT (40' WIDE)
- RIGHT OF WAY LINE
- DEED LINE
- POB POINT OF BEGINNING
- POT POINT OF TERMINUS

LENGTH=±403.84' (24.48 RODS)

BASIS TABLE

BEARINGS ARE GRID: GRID NORTH=
GEODETIC NORTH AT LONGITUDE
106°51'17.33"W.
DISTANCES ARE SURFACE

I, THONE STEWART, A DULY REGISTERED
LAND SURVEYOR IN THE STATE OF WYOMING,
DO HEREBY STATE, BASED ON MY
KNOWLEDGE AND INFORMATION, EXHIBIT "B"
IS A VALID REPRESENTATION OF A SURVEY
MADE BY ME, OR UNDER MY DIRECT
SUPERVISION.

**EXHIBIT "B"**
40' FOOT WIDE EASEMENT

RE: GRANTOR-RALPH E. & MONICA W. ST ROMAIN
GRANTEE-FIDELITY EXPLORATION & PRODUCTION COMPANY
LOCATION: NE4SE4, SECTION 25, T57N, R84W,
6TH P.M., SHERIDAN COUNTY, WYOMING



PO BOX 3082
SHERIDAN, WY 82801

307-672-7415
FAX 674-5000

JN: 29048
DF: RED\ST ROMAIN EASEMENT
NOVEMBER, 2009