

BOARD OF COUNTY COMMISSIONERS FOR
ADAMS COUNTY, STATE OF COLORADO

RESOLUTION APPROVING DIVISION ORDERS FROM GREAT WESTERN OIL & GAS
COMPANY, CONCERNING PRODUCTION FROM THE LAYTON GREEN #1 AND
CARLSON 12-18 WELLS

Resolution 2014-115

WHEREAS, Great Western Oil & Gas Company ("Great Western") has delivered to the Adams County Board of County Commissioners Division Orders prepared by Great Western for the Layton Green #1 and Carlson 12-18 wells; and,

WHEREAS, Adams County is the owner of a decimal interest in the wells; and,

WHEREAS, Great Western requests execution of the Division Orders so that proceeds from production may be properly distributed.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners, County of Adams, State of Colorado, that the Division Orders from Great Western Oil & Gas Company regarding the Layton Green #1 and Carlson 12-18 wells, copies of which are attached and incorporated herein by this reference, be and hereby are accepted and approved.

BE IT FURTHER RESOLVED that the Chairman is authorized to execute said Division Orders on behalf of Adams County.

Upon motion duly made and seconded the foregoing resolution was adopted by the following vote:

Henry _____ Aye
Tedesco _____ Aye
Hansen _____ Aye

Commissioners

STATE OF COLORADO)
County of Adams)

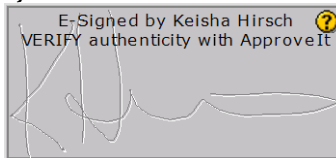
I, Karen Long, County Clerk and ex-officio Clerk of the Board of County Commissioners in and for the County and State aforesaid do hereby certify that the annexed and foregoing Order is truly copied from the Records of the Proceedings of the Board of County Commissioners for said Adams County, now in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County, at Brighton, Colorado this 10th day of March, A.D. 2014.

County Clerk and ex-officio Clerk of the Board of County Commissioners
Karen Long:



By:



Deputy

DIVISION ORDER

To: Great Western Oil & Gas Company, LLC
 1801 Broadway, Suite 500
 Denver, CO 80202
 Attn: Kristie Satzberg

Date: February 10, 2014

Property Number: W10773
 Property Name: CARLSON 12-18 (J SAND)
 Operator: GREAT WESTERN OPERATING CO LLC
 County and State: Adams, Colorado
 Property: Township 1 South, Range 67 West
 Description: Section 18: W2

Effective Date: February 1, 2014

Production: X Oil X Gas X Other: all products

| | |
|--|--|
| OWNER NAME AND ADDRESS: ADAMS COUNTY COMMISSIONERS 1100 JUDICIAL CENTER DR BRIGHTON, CO 80601 | OWNER NUMBER: 2176 TYPE OF INTEREST: RI DECIMAL INTEREST: 0.00212589 |
|--|--|

The undersigned certifies the ownership of their decimal interest in production or proceeds as described above payable by Great Western Oil & Gas Company, LLC (Payor).

Payor shall be notified, in writing, of any change in ownership, decimal interest, or payment address. All such changes shall be effective the first day of the month following receipt of such notice.

Payor is authorized to withhold payment pending resolution of a title dispute or adverse claim asserted regarding the interest in production claimed herein by the undersigned. The undersigned agrees to indemnify and reimburse Payor any amount attributable to an interest to which the undersigned is not entitled.

Payor may accrue proceeds until the total amount equals \$100.00, or pay annually whichever occurs first, or as required by applicable state statute.

This Division Order does not amend any lease or operating agreement between the undersigned and the lessee or operator or any other contracts for the purchase of oil or gas.

In addition to the terms and conditions of this Division Order, the undersigned and Payor may have certain statutory rights under the laws of the state in which the property is located.

Special Clauses: *(None or See Attached Exhibit)*

Owner(s) Signature(s): 
 ADAMS COUNTY COMMISSIONERS _____

Owner(s) Tax I.D. Number(s): _____


Owner Daytime Telephone _____

Owner FAX Telephone #: _____

Federal Law requires you to furnish your Social Security or Taxpayer Identification Number.
 Failure to comply will result in 31 % tax withholding and will not be refundable by Payor

KS

Sign and return this original

APPROVED AS TO FORM
 COUNTY ATTORNEY


DIVISION ORDER

To: Great Western Oil & Gas Company, LLC
 1801 Broadway, Suite 500
 Denver, CO 80202
 Attn: Kristie Satzberg

Date: February 10, 2014

Property Number: W10773
 Property Name: CARLSON 12-18 (J SAND)
 Operator: GREAT WESTERN OPERATING CO LLC
 County and State: Adams, Colorado
 Property: Township 1 South, Range 67 West
 Description: Section 18: W2

Effective Date: February 1, 2014

Production: Oil Gas Other: all products

| | |
|--|--|
| OWNER NAME AND ADDRESS: ADAMS COUNTY COMMISSIONERS 1100 JUDICIAL CENTER DR BRIGHTON, CO 80601 | OWNER NUMBER: 2176 TYPE OF INTEREST: RI DECIMAL INTEREST: 0.00212589 |
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Owner(s) Signature(s):  _____
 ADAMS COUNTY COMMISSIONERS

Owner(s) Tax I.D. Number(s): _____


Owner Daytime Telephone: _____

Owner FAX Telephone #: _____

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KS

Retain this copy for your records

APPROVED A
 COUNTY ATTORNEY


DIVISION ORDER

To: Great Western Oil & Gas Company, LLC
1801 Broadway, Suite 500
Denver, CO 80202
Attn: Kristie Satzberg

Date: February 10, 2014

Property Number: W10330
Property Name: LAYTON GREEN 1 (J SAND)
Operator: GREAT WESTERN OPERATING CO LLC
County and State: Adams, Colorado
Property: Township 1 South, Range 67 West
Description: Section 18: SW

Effective Date: February 1, 2014

Production: X Oil X Gas X Other: all products

| | |
|---|--|
| OWNER NAME AND ADDRESS: ADAMS COUNTY COLORADO 4430 S ADAMS COUNTY PKWY 1ST FL STE 2400 BRIGHTON, CO 80601-8203 | OWNER NUMBER: 2172 TYPE OF INTEREST: RI DECIMAL INTEREST: 0.00212589 |
|---|--|

The undersigned certifies the ownership of their decimal interest in production or proceeds as described above payable by Great Western Oil & Gas Company, LLC (Payor).

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Special Clauses: *(None or See Attached Exhibit)*

Owner(s) Signature(s): *[Signature]* _____
ADAMS COUNTY COLORADO

Owner(s) Tax I.D. Number(s): _____

Owner Daytime Telephone _____

Owner FAX Telephone #: _____

Federal Law requires you to furnish your Social Security or Taxpayer Identification Number. Failure to comply will result in 31 % tax withholding and will not be refundable by Payor

KS

Sign and return this original

APPROVED AS TO FORM
COUNTY ATTORNEY
[Signature]

DIVISION ORDER

To: Great Western Oil & Gas Company, LLC
 1801 Broadway, Suite 500
 Denver, CO 80202
 Attn: Kristie Satzberg

Date: February 10, 2014

Property Number: W10330
 Property Name: LAYTON GREEN 1 (J SAND)
 Operator: GREAT WESTERN OPERATING CO LLC
 County and State: Adams, Colorado
 Property: Township 1 South, Range 67 West
 Description: Section 18: SW

Effective Date: February 1, 2014

Production: Oil Gas Other: all products

| | |
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Special Clauses: *(None or See Attached Exhibit)*

Owner(s) Signature(s):  _____
 ADAMS COUNTY COLORADO

Owner(s) Tax I.D. Number(s): _____

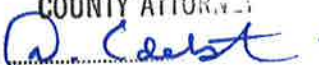
Owner Daytime Telephone _____

Owner FAX Telephone #: _____

Federal Law requires you to furnish your Social Security or Taxpayer Identification Number. Failure to comply will result in 31 % tax withholding and will not be refundable by Payor

KS

Retain this copy for your records

APPROVED A.
 COUNTY ATTORNEY


DIVISION ORDER

To: Great Western Oil & Gas Company, LLC
1801 Broadway, Suite 500
Denver, CO 80202
Attn: Kristie Satzberg

Date: February 10, 2014

Property Number: W10886
Property Name: LAYTON GREEN 1 (SUSSEX)
Operator: GREAT WESTERN OPERATING CO LLC
County and State: Adams, Colorado
Property: Township 1 South, Range 67 West
Description: Section 18: SW

Effective Date: February 1, 2014

Production: Oil Gas Other: all products

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|--|--|
| OWNER NAME AND ADDRESS: ADAMS COUNTY COMMISSIONERS 1100 JUDICIAL CENTER DR BRIGHTON, CO 80601 | OWNER NUMBER: 2176 TYPE OF INTEREST: RI DECIMAL INTEREST: 0.00425985 |
|--|--|

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Special Clauses: *(None or See Attached Exhibit)*

Owner(s) Signature(s): *[Signature]*
ADAMS COUNTY COMMISSIONERS

Owner(s) Tax I.D. Number(s): _____

Owner Daytime Telephone _____

Owner FAX Telephone #: _____

Federal Law requires you to furnish your Social Security or Taxpayer Identification Number. Failure to comply will result in 31 % tax withholding and will not be refundable by Payor

KS

Sign and return this original

APPROVED AS
COUNTY ATTORNEY
[Signature]

DIVISION ORDER

To: Great Western Oil & Gas Company, LLC
1801 Broadway, Suite 500
Denver, CO 80202
Attn: Kristie Satzberg

Date: February 10, 2014

Property Number: W10886
Property Name: LAYTON GREEN 1 (SUSSEX)
Operator: GREAT WESTERN OPERATING CO LLC
County and State: Adams, Colorado
Property: Township 1 South, Range 67 West
Description: Section 18: SW

Effective Date: February 1, 2014

Production: X Oil X Gas X Other: all products

| | |
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| OWNER NAME AND ADDRESS: ADAMS COUNTY COMMISSIONERS 1100 JUDICIAL CENTER DR BRIGHTON, CO 80601 | OWNER NUMBER: 2176 TYPE OF INTEREST: RI DECIMAL INTEREST: 0.00425985 |
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Special Clauses: *(None or See Attached Exhibit)*

Owner(s) Signature(s): 
ADAMS COUNTY COMMISSIONERS

Owner(s) Tax I.D. Number(s): _____

Owner Daytime Telephone _____

Owner FAX Telephone # : _____

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KS

Retain this copy for your records

APPROVED AS TO FORM
COUNTY ATTORNEY


Request for Taxpayer Identification Number and Certification

Give Form to the
requester. Do not
send to the IRS.

| | | |
|---|---|---|
| Print or type See Specific Instructions on page 2. | Name (as shown on your income tax return) | |
| | Business name/disregarded entity name, if different from above | |
| | Check appropriate box for federal tax classification (required): <input type="checkbox"/> Individual/sole proprietor <input type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ _____ <input type="checkbox"/> Other (see instructions) ▶ _____ | |
| | <input type="checkbox"/> Exempt payee | |
| | Address (number, street, and apt. or suite no.) | Requester's name and address (optional) Great Western Oil & Gas 1801 Broadway, Suite 500 Denver, CO 80202 |
| | City, state, and ZIP code | |
| List account number(s) here (optional) | | |

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

| | | | | | | | | | | |
|------------------------|--|--|--|--|--|--|---|--|--|--|
| Social security number | | | | | | | | | | |
| | | | | | | | - | | | |

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

| | | | | | | | | | | |
|--------------------------------|--|--|--|--|--|--|--|--|--|--|
| Employer identification number | | | | | | | | | | |
| | | | | | | | | | | |

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. citizen or other U.S. person (defined below).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 4.

| | | |
|------------------|----------------------------|--------|
| Sign Here | Signature of U.S. person ▶ | Date ▶ |
|------------------|----------------------------|--------|

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income.

Note. If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax on any foreign partners' share of income from such business. Further, in certain cases where a Form W-9 has not been received, a partnership is required to presume that a partner is a foreign person, and pay the withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid withholding on your share of partnership income.

INSTRUCTIONS TO ALL INTEREST OWNERS

Dear Interest Owner,

Great Western Oil and Gas Company, LLC has enclosed a Division Order/Transfer Order for your execution.

The attached document should not be altered in any way except to correct spelling errors, unless accompanied by documentary evidence to support the change.

If your name and interest are correctly shown:

1. Sign your name as shown on the Division Order/Transfer Order.
2. If your name has changed due to marriage or divorce, execute the Division Order/Transfer Order using your present name and furnish a copy of the marriage certificate or divorce decree.
4. If signing for a corporation, signature must be attested, corporate seal fixed and title of signatory party reflected.
5. If signed by agent, attorney-in-fact, guardian or any party other than the named interest owner, a certified copy of the power of attorney or other evidence of such party's right to sign must be furnished.
6. Your correct mailing address should be noted in the space provided to insure prompt receipt of production proceeds.
7. The "Sign and Return Copy" of the Division Order/Transfer Order should be returned to:

Great Western Oil and Gas Company, LLC
1801 Broadway, Suite 500
Denver, CO 80202
Attn: Kristie Satzberg
8. Should you have any further questions regarding the enclosed Division Order/Transfer Order, please contact Kristie Satzberg at 303-398-0518.
9. Please DO NOT DETACH the exhibit from the Division Order/Transfer Order if one is included.