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ConocoPhillips

Ashley Leatherwood ConocoPhillips Company 600 N. Dalry Ashford, 2WL7093 Houston, TX 77079 Office: (832) 486-2237 Ashley.S.Leatherwood@cop.com

April 21, 2016

Sent via FedEx

Enterprise Field Services, LLC Attention: Angela Scranage, Senior Commercial Rep. San Juan - Room 16.209 1100 Louisiana Street Houston, TX 77210-4324

Re: Letter Agreement for Test of Well Operation at Below Atmospheric Pressure - San Juan 30-6 Unit dated April 1, 2016 Aid in Construction Agreement - Newberry A #8L Compressor Downsize dated March 1, 2016 Aid in Construction Agreement - 355 Offload Compressor Removal dated April 1, 2016

Angela Scranage,

On behalf of Al Kosley, I have enclosed the documents referenced above.

The Letter Agreement for Test of Well Operation at Below Atmospheric Pressure - San Juan 30-6 Unit and the Aid in Construction Agreement - Newberry A #8L Compressor Downsize have been executed by ConocoPhillips Company and Enterprise Field Services, LLC.

Please have the Aid in Construction Agreement - 355 Offload Compressor Removal executed and return to the address below.

ConocoPhillips Company 600 N. Dairy Ashford Attn: Ashley Leatherwood, 2WL7093 Houston, TX 77079

Should you have questions, please contact AI Kosley at AI.K.Kosley@conocophillips.com.

Sincerely,

Ashley Leatherwood Gas Contract Analyst

LETTER AGREEMENT FOR TEST OF WELL OPERATION AT BELOW ATMOSPHERIC PRESSURE SAN JUAN 30-6 UNIT

This LETTER AGREEMENT FOR TEST OF WELL OPERATION AT BELOW ATMOSPHERIC PRESSURE—SAN JUAN 30-6 UNIT ("<u>Agreement</u>") is entered into and made effective the 1st day of April, 2016, ("<u>Effective Date</u>"), by and between Enterprise Field Services, LLC ("<u>Gatherer</u>") and ConocoPhillips Company and Burlington Resources Oil & Gas Company LP ("<u>Producer</u>"). Gatherer and Producer are each referred to herein as a "<u>Party</u>" and collectively referred to as the "<u>Parties</u>".

BACKGROUND

- The Oil Conservation Division of the State of New Mexico has issued and amended Rule 307 ("<u>307</u>") addressing the conditions under which operation of wells at below atmospheric pressure would be allowed, and Gatherer and Producer desire to comply with such requirements in order to facilitate Producer's test operation of specified wells at below atmospheric pressure ("<u>Vacuum Test</u>").
- Producer owns or controls a certain supply of Gas produced from wells in the San Juan Basin of New Mexico, and Producer desires to operate certain wells as further described in Exhibit A ("<u>Test Wells</u>"), at below atmospheric pressure and to deliver such Gas from those Test to Gatherer.
- 3. Gatherer owns and operates certain gathering and related production area services facilities in the San Juan Production Area ("Gatherer's System") and wishes to facilitate such operations at below atmospheric pressure to receive such Gas from the Test Wells ("Test Gas") in the quantities and manner provided for herein, and to perform certain services for Producer subject to the provisions contained herein.

NOW, THEREFORE, in consideration of the mutual covenants contained in this Agency Agreement, the receipt and adequacy of which are acknowledged by both Parties, the Parties agree as follows:

ARTICLE 1

AGREEMENT

- 1.1 Gatherer and Producer are currently parties to that certain Gas Dedication, Gathering and Processing Agreement, dated November 1, 2011, as amended from time to time ("GDGPAS").
- 1.2 Oxygen in the presence of carbon dioxide, hydrogen sulfide, water, or any combination of those contaminants, in a gathering system at any pressure can be corrosive. Gatherer, acting as a prudent operator, should continuously monitor for the presence of oxygen when Test Wells on Gatherer's System are being operated at below atmospheric conditions.

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1.3 This Agreement, and any services provided by Gatherer hereunder, are subject to the terms and conditions of the GDGPAS. All capitalized terms not defined herein have the meanings given to such terms in the GDGPAS. Any conflict between this Agreement and the GDGPAS will be resolved in accordance with the terms and provisions of the GDGPAS, except as it relates to the subject matter of this Agreement, in such case the terms and provisions of this Agreement will prevail.

ARTICLE 2 GAS QUALITY

- 2.1 Notwithstanding Note (1) in Section 10.1 of the GDGPAS, Producer may operate the Test Wells below atmospheric pressure, but Producer shall ensure that the Test Gas does not exceed the Quality Specifications in the GDGPAS.
- 2.2 If, at any time, Gatherer notifies Producer that Test Gas tendered by Producer or on Producer's behalf for gathering fails to conform to any of the applicable Quality Specifications, then Gatherer may, at its sole option, (i) refuse to accept delivery of such Test Gas pending correction of the deficiency by Producer using commercially reasonable efforts or (ii) notify Producer and continue to accept delivery and make such changes necessary to cause the Test Gas to conform to such specifications.

ARTICLE 3

SERVICES

- 3.1 Only the Test Wells listed on Exhibit A are eligible for Producer's Vacuum Test.
- 3.2 Gatherer will continuously monitor Gas quality at the Receipt Point(s), or other point at Gatherer's sole option, to facilitate Producer's Vacuum Test.
- 3.3 Producer shall be solely responsible for the removal and disposal of free water from Test Gas prior to delivery to Gatherer.

ARTICLE 4

INSTALLATION AND OPERATION OF OXYGEN MONITORING EQUIPMENT

- 4.1 Gatherer shall, at its sole expense, install, own, operate, and maintain the oxygen monitoring equipment for one Test Well ("<u>Monitoring Equipment</u>") in accordance with generally accepted industry practice. The Monitoring Equipment will continuously monitor the oxygen content of the Test Gas and will be transferred to each subsequent well tested. The Party responsible for the cost of any additional Monitoring Equipment needed for the simultaneous Vacuum Test or operation of multiple Test Wells will be determined by agreement of the parties
- 4.2 Producer may, at its sole expense, install instrumentation and technologies that will

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activate controls on the vacuum inducing device (compressor) to prevent operation at conditions that would cause oxygen to be introduced into Gatherer's system. Such technologies may include, but are not limited to, compressor kill switches, program logic to raise suction set points above atmospheric pressure, or recycling devices to prevent the gas flow from reaching the Receipt Point(s).

ARTICLE 5

RECEIPT AND DELIVERY OF NATURAL GAS

- 5.1 Gatherer shall use reasonable commercial efforts to accept Producer's Test Gas, provided that such Test Gas meets the Gas Quality specifications listed herein.
- 5.2 Gatherer has the right to immediately cease to take delivery of any Test Gas from Producer's Test Wells when instrumentation indicates the presence of oxygen in excess of Quality Specifications.
- 5.3 Producer, or Producer's agent, may not adjust, remove, bypass, or tamper with, in any way, Gatherer's Monitoring Equipment.

ARTICLE 6 TERM

This Agreement is effective on the Effective Date and continues in full force and effect until 9:00 A.M. CCT on April 1, 2017, unless terminated earlier with 30 days prior written notice to the other Party, such termination to be effective on the first day of the applicable Month thereafter.

MISCELLANEOUS

The Parties may execute this Agreement in multiple counterparts, each of which constitutes an original, and all of which, collectively, constitute one agreement. The signatures of both parties need not appear on the same counterpart, and delivery of an executed counterpart signature page by facsimile or electronic mail is as effective as signing and delivering this Agreement in the presence of the other Party.

Authorized representatives of the Parties have signed this Agreement to be effective on the Effective Date.

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EXHIBIT "A"

LETTER AGREEMENT FOR TEST OF WELL OPERATION AT BELOW ATMOSPHERIC PRESSURE SAN JUAN 30-6 UNIT

	Well Name	Engine Model
1	San Juan 30-6 Unit 422S	G8.3
2	San Juan 30-6 Unit 480	GTA8.3SLB
3	San Juan 30-6 Unit 466	GTA855
4	San Juan 30-6 Unit 463	GTA855
5	San Juan 30-6 Unit 465	GTA8.3
6	San Juan 30-6 Unit 426S	GTA8.3
7	San Juan 30-6 Unit 424	G8.3

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Enterprise Field Services, LLC ads By: Name: Bill Br Title: VI Cons Buthering + Rocetsing

ConocoPhillips Company

CYNY.

By: Name: Title:

Alan (Al) Kasley Director, San Juan Cathering & Processing Commercial Gas Activities

Burlington Resources Oil & Gas Company LP

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By: ______ Name: Alan (Al) Kosley Director, San Juan Dathering & Processing Commercial Gas Activities Title: