

RATIFICATION

The undersigned owner of a record title interest in the unitized area for the North Caprock Celero Queen Unit Area, comprising all or parts of Section 36 of Township 12 South, Range 31 East, N.M.P.M., Sections 30-32 of Township 12 South, Range 32 East, N.M.P.M., and Sections 5-8 of Township 13 South, Range 32 East, N.M.P.M., consents to the inclusion of (his/her/its) interest in the Unit Area, and expressly ratifies, approves, and adopts the Unit Agreement for the Development and Operation of the North Caprock Celero Queen Unit Area, and agrees that the terms of any lease given by the undersigned, or under which the undersigned claims an interest, is extended and modified to the extent necessary to make the same conform to the terms of the Unit Agreement.

This instrument shall be binding upon the undersigned and (his/her/its) successors and assigns.

Executed this 26th day of October, 2012.

Celero Energy II, LP.

By: Celero Energy Holdings II, LLC,
General Partner

By: John E. Lodge
John E. Lodge, Vice President - Land

ACKNOWLEDGEMENT FOR LIMITED PARTNERHIP

STATE OF TEXAS §
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COUNTY OF MIDLAND §

The foregoing instrument was acknowledged before me this 26th day of October, 2012, by John E. Lodge, Vice-President – Land of **Celero Energy Holdings II, LLC**, a Delaware limited liability company, general partner of **Celero Energy II, LP**, a Delaware limited partnership, as the act and deed of such limited liability company on behalf of such limited partnership.

My Commission Expires:

Lisa Worthan
Notary Public in and for the State of TEXAS

