



Intrepid Potash, Inc.  
707 17<sup>th</sup> Street, Suite 4200  
Denver, CO 80202  
303.296.3006  
303.298.7502 fax

January 9, 2012

Devon Energy Corporation  
20 North Broadway  
Oklahoma City, OK 73102-8260

Attention: Ken Gray  
Senior Advisor, Land

Re: Township 19 South, Range 29 East  
Turquoise PWU 27 #3H  
2250' FSL & 330' FWL (SHL)  
Turquoise PWU 27 #4H  
340' FSL, 340' FWL (SHL)  
Eddy County, New Mexico

*30-015-40216*

Dear Mr. Gray:

We have considered your request, set forth in your letter dated December 21, 2011, that Intrepid Potash – New Mexico LLC (“Intrepid”) waive the twenty day notice period as set forth in Order No. R-111-P.

Intrepid will and hereby does waive the twenty day notice period for the referenced wells. By its waiver, Intrepid does not agree to or assume the risks of any release of oil or gas or other substance from the wells into the environment, including into underground mine workings, arising out of or attributable to Devon’s drilling, operation, plugging and abandoning of the wells.

Sincerely,

Intrepid Potash-New Mexico, LLC

Martin D. Litt, Executive Vice President and General Counsel

cc: Randy Dade, District Supervisor, NMED  
Jami Bailey, Division Director, OCD