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Rat hole and cellar have been filled and leveled. Cathodic protection holes have been properly abandoned. A steel marker at least 4" in diameter and at least 4' above ground level has been set in concrete. It shows the OPERATOR NAME, LEASE NAME, WELL NUMBER, API NUMBER, OUARTER/OUARTER LOCATION OF UNIT LETTER, SECTION, TOWNSHIP, AND RANGE. All INFORMATION HAS BEEN WELDED OR PERMANENTLY STAMPED ON THE MARKER'S SURFACE. The location has been leveled as nearly as possible to original ground contour and has been cleared of all junk, trash, flow lines ther production equipment. Anchors, dead men, tie downs and risers have been cut off at least two feet below ground level. If this is a one-well lease or last remaining well on lease, the battery and pit location(s) have been remediated in compliance with complete and well location. All metal bolts and other materials have been removed. Portable bases have been removed. (Poured onsite concrete bases do not be removed.) All other environmental concerns have been addressed as per OCD rules. Pipelines and flow lines have been abandoned in accordance with 19.15.35.10 NMAC. All fluids have been removed from not trieved flow lines and pipelines. If this is a one-well lease or last remaining well on lease: all electrical service poles and lines have been removed from lease arcation, except for utility's distribution infrastructure. Then all work has been completed require this form to the appropriate District office to schedule an inspection. IGNATURE TITLE: Operations Engineer DATE January 25, 2021 YPE OR PRINT NAME: Wichael T. Hanson E-MAIL: mhanson@cog-fmn.com PHONE: (505) 566-1996 or State Use Only PPROVED BY: TITLE Compliance Officer		compliance with OCD	rules and				
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QUITCLAIM DEED AND BILL OF SALE

This Quitclaim Deed and Bill of Sale ("Bill of Sale") is made and entered into this 23 day of January, 2020, by and between Coleman Oil and Gas, Inc., a New Mexico corporation whose mailing address is P.O. Box 3337, Farmington, New Mexico 87499 ("Grantor") and J&R Holding, LLC, a Delaware limited liability company whose address is 2611 Arroyo Drive, Durango, CO 81301 ("Grantee"). Grantor and Grantee are each a "Party," and collectively, the "Parties."

Recitals

- A. Grantor utilizes a structure and appurtenant equipment to support a pipeline that crosses the Animas River in Section 15, Township 32 North, Range 10 West, San Juan County, New Mexico (collectively, the "Crossing Structure").
- B. The Crossing Structure was used in connection with the Heizer #1 well (API #3004511457), a gas well that Grantor has plugged and abandoned.
- C. Grantee owns the surface estate on both sides of the Animas River where the Crossing Structure is located.
- D. Grantor desires to sell, and Grantee desires to buy, the Crossing Structure.

Agreements

NOW, THEREFORE, for and in consideration of the mutual covenants and conditions contained herein, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

- 1. <u>Sale of Crossing Structure</u>. Grantor hereby quitclaims and assigns to Grantee, all of its right, title and interest, if any, in and to the Crossing Structure.
- 2. <u>Fixtures in Real Property</u>. To the extent that the Crossing Structure is considered a fixture under New Mexico real property law, Grantor hereby quitclaims to Grantee, all of its right, title and interest, if any, in and to the Crossing Structure.
- 3. Removal of Pipeline. Grantee has had the opportunity to inspect the pipeline supported by the Crossing Structure. Grantee covenants that it shall, at its sole cost and risk, remove the pipeline from the Crossing Structure within three weeks of being notified in writing that the pipeline has been purged and disconnected from the Heizer #1 well. Grantee may retain any salvage value of the pipe it removes.
- 4. Repairs and Removal of the Crossing Structure. Without limiting the generality or applicability of Sections 3, 5, 6 and 7 of this Bill of Sale, if, after the date of this Bill of Sale, a governmental authority requires Grantee to remove or modify the Crossing Structure, Grantee shall do so at its sole expense and risk.



202000966 01/29/2020 09:10 AM 1 of 5 B1652 P598 \$25.00 San Juan County, NM TANYA SHELBY



Disclaimer. GRANTOR EXPRESSLY DISCLAIMS ANY AND ALL WARRANTIES 5. OR COVENANTS, EXPRESS OR IMPLIED, STATUTORY OR COMMON LAW, WITH RESPECT TO THE CROSSING STRUCTURE. GRANTEE ACCEPTS GRANTOR'S DISCLAIMER AND ACCEPTS THE CROSSING STRUCTURE "AS IS / WHERE IS" WITH ALL FAULTS AND DEFECTS, LATENT OR PATENT. GRANTEE ACKNOWLEDGES THAT IT RELIED SOLELY UPON ITS ANALYSIS, EVALUATION AND JUDGMENT OF INDEPENDENT CROSSING STRUCTURE AND ITS CONDITION AND VALUE. **GRANTEE** ACKNOWLEDGES THAT GRANTOR HAS NOT MADE, AND WILL NOT MAKE, ANY REPRESENTATION, WARRANTY OR COVENANT, EXPRESS OR IMPLIED, WITH RESPECT TO THE CROSSING STRUCTURE, INCLUDING, BUT NOT LIMITED TO, THE MERCHANTABILITY, CONDITION, QUALITY, DURABILITY, EQUIPMENT DESIGN, OPERATION, FITNESS FOR USE OR SUITABILITY OF THE CROSSING STRUCTURE IN ANY RESPECT WHATSOEVER OR IN CONNECTION WITH OR FOR THE PURPOSES AND USES OF GRANTEE, OR ANY OTHER REPRESENTATION, WARRANTY OR COVENANT OF ANY KIND OR CHARACTER, EXPRESS OR IMPLIED, AND GRANTOR SHALL NOT BE OBLIGATED OR LIABLE FOR ACTUAL, INCIDENTAL, CONSEQUENTIAL OR OTHER DAMAGES OF OR TO GRANTEE OR ANY OTHER PERSON OR ENTITY ARISING OUT OF OR IN CONNECTION WITH THE USE OR PERFORMANCE OF THE CROSSING STRUCTURE AND ITS OPERATION OR MAINTENANCE.

GRANTEE ACKNOWLEDGES AND UNDERSTANDS THAT THE CROSSING STRUCTURE WILL NOT BE INSURED BY GRANTOR AS OF THE EXECUTION OF THIS BILL OF SALE. GRANTEE ALSO ACKNOWLEDGES AND UNDERSTANDS THAT THE CROSSING STRUCTURE MAY BEAR OR CONTAIN HAZARDOUS CHEMICALS OR OTHER HAZARDOUS MATERIALS, INCLUDING BUT NOT LIMITED TO PETROLEUM BYPRODUCTS, CHEMICAL PRODUCTS, NATURALLY OCCURRING RADIOACTIVE MATERIALS, WHICH MAY BE OR MAY BECOME (BY CHEMICAL REACTION, TOXICITY, FLAMMABILITY, EXPLOSIVENESS OR OTHERWISE) HAZARDOUS TO LIFE, HEALTH OR PROPERTY AT ANY TIME AFTER THE CROSSING STRUCTURE LEAVE THE POSSESSION AND CONTROL OF GRANTOR, INCLUDING, BUT NOT LIMITED TO, DURING USE, HANDLING, CLEANING, RECONDITIONING OR DISPOSAL.

- 6. Release. TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, GRANTEE HEREBY RELEASES GRANTOR, ITS AFFILIATES, DIRECTORS, OFFICERS, EMPLOYEES, AGENTS AND REPRESENTATIVES (THE "GRANTOR GROUP") FROM ANY AND ALL LIABILITY AND WAIVES ANY CLAIM IT MAY NOW HAVE OR WHICH IT MAY HAVE IN THE FUTURE AGAINST THEM ARISING OUT OF OR RESULTING FROM GRANTEE'S ACCEPTANCE, USE OR POSSESSION OF THE CROSSING STRUCTURE AND THE REMOVAL OF THE PIPELINE THEREFROM.
- 7. <u>Indemnification</u>. TO THE FULLEST EXTENT PERMITTED BY LAW, GRANTEE SHALL RELEASE AND INDEMNIFY, DEFEND AND HOLD GRANTOR GROUP HARMLESS FROM AND AGAINST ANY AND ALL DIRECT OR INDIRECT,



202000966 2 of 5

01/29/2020 09:10 AM B1652 P598 DEMANDS, CLAIMS, NOTICES OF VIOLATIONS, FILINGS, INVESTIGATIONS, ADMINISTRATIVE PROCEEDINGS, ACTIONS, CAUSES OF ACTION, SUITS, OTHER LEGAL PROCEEDINGS, JUDGMENTS, ASSESSMENTS, DAMAGES, DEFICIENCIES, TAXES, PENALTIES, FINES, OBLIGATIONS, LIABILITIES, PAYMENTS, CHARGES, LOSSES, COSTS, AND EXPENSES OF ANY KIND OR CHARACTER (WHETHER KNOWN OR UNKNOWN, FIXED OR UNFIXED, CONDITIONAL OR UNCONDITIONAL, BASED ON NEGLIGENCE, STRICT LIABILITY, OR OTHERWISE, LIQUIDATED OR UNLIQUIDATED, SECURED OR UNSECURED, ACCRUED, CONTINGENT, OR OTHER LEGAL THEORY), INCLUDING PENALTIES AND INTEREST ON ANY AMOUNT PAYABLE AS A RESULT OF ANY OF THE FOREGOING, ANY LEGAL OR OTHER COSTS AND EXPENSES INCURRED IN CONNECTION WITH INVESTIGATING DEFENDING ANY OF THE FOREGOING, AND ALL AMOUNTS PAID IN SETTLEMENT OF ANY OF THE FOREGOING, RELATING TO THE CROSSING STRUCTURE, SPECIFICALLY INCLUDING, BUT NOT LIMITED TO, THE REMOVAL OF THE PIPELINE THEREFROM. WITHOUT LIMITING THE GENERALITY OF THE FOREGOING, THE GRANTEE SHALL RELEASE AND INDEMNIFY, DEFEND AND HOLD GRANTOR GROUP HARMLESS FROM AND AGAINST ANY AND ALL DAMAGES, LOSSES, OR EXPENSES, INCLUDING ATTORNEYS' FEES, FROM ANY CLAIMS OR DAMAGES ARISING FROM, ATTRIBUTABLE TO, OR INCURRED IN CONNECTION WITH (A) ANY LOSS OR DAMAGE TO PROPERTY, INJURY TO, SICKNESS, DISEASE OR DEATH OF INJURY, **TORTIOUS** AND OTHER ENTITIES, OR (B) VIOLATIONS OF APPLICABLE LAWS, INCLUDING ENVIRONMENTAL LAWS, AND ANY OTHER LEGAL RIGHT OR DUTY IN CONNECTION WITH THE CROSSING STRUCTURE. TO THE MAXIMUM EXTENT PERMITTED BY LAW, GRANTEE SHALL INDEMNIFY, DEFEND AND HOLD GRANTOR AND ITS AFFILIATES HARMLESS EVEN IF SUCH LOSSES ARE CAUSED IN WHOLE OR IN PART BY THE NEGLIGENCE (WHETHER SOLE, JOINT, OR CONCURRENT), STRICT LIABILITY, OR OTHER LEGAL FAULT OF GRANTOR GROUP.

- 8. <u>Conspicuousness</u>. THE PARTIES HEREBY STIPULATE AND AGREE THAT, TO THE EXTENT REQUIRED BY APPLICABLE LAW, THE DISCLAIMERS, RELEASE AND INDEMNITIES CONTAINED IN THIS BILL OF SALE ARE "CONSPICUOUS" FOR THE PURPOSES OF SUCH APPLICABLE LAW.
- 9. Governing Law. This Bill of Sale shall be governed by the laws of the State of New Mexico without regard to conflicts of laws principles.
- 10. <u>Successors and Assigns</u>. This Bill of Sale binds and inures to the benefit of Grantor and Grantee and their respective successors and assigns.
- 11. <u>Counterparts</u>. This Bill of Sale may be executed in several counterparts and all of such counterparts shall constitute one and the same instrument.

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202000966 01/29/2020 09:10 AM

3 of 5 B1652 P598 San Juan County, NM TANYA SHELBY

IN WITNESS WHEREOF, the Parties have caused this Bill of Sale to be duly executed on the date and year first above written.

GRANTOR

COLEMAN OIL AND GAS, INC.

Chris Coleman, President

Acknowledgements

STATE OF NEW MEXICO)

)ss.

COUNTY OF SAN JUAN

This instrument was acknowledged before me this 23day of January, 2020, by G. Chris Coleman, as President of Coleman Oil and Gas, Inc., a New Mexico corporation, on behalf of the corporation.

Notary Public

My Commission Expires: 11. 28. 2023

[SEAL]

OFFICIAL SEAL ichael L. Palmer My Commission Expires:

4 of 5

B1652 P598

San Juan County, NM TANYA SHELBY

IN WITNESS WHEREOF, the Parties have caused this Bill of Sale to be duly executed on the date and year first above written.

GRANTEE

J&R HOLDING, LLC

Robert Holmes, President

Acknowledgement

STATE OF NEW MEXICO)

ss.

COUNTY OF SAN JUAN

OFFICIAL SEAL

Michael L. Palmer

NOTARY PUBLIC

This instrument was acknowledged before me this **28** day of January, 2020, by Robert Holmes, as President of J&R Holding, LLC, a Delaware limited liability company, on behalf of the company.

Notary Public

My Commission Expires: 11.

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01/29/2020 09:10 AM

5 of 5

B1652 P598

San Juan County, NM TANYA SHELBY

My Commission Expires:

From: Mike Hanson

Sent: Friday, August 14, 2020 8:13 AM **To:** Robert Holmes; Bruce Taylor

Subject: RE: Heizer #1

Okay great Thanks Robert. I received your video and have been sharing, impressive. Good luck with venture, good time to have RV park.

Bruce, take a look at PSA items and check list, verify and take pictures for well file. Let me know if ready to file FAN with NMOCD.

МН

Sent from Mail for Windows 10

From: Robert Holmes

Sent: Friday, August 14, 2020 7:31 AM

To: Mike Hanson Subject: Re: Heizer #1

Hey Mike,

I believe that we are good to go...

Thank you,

Robert Holmes 970-946-7549 acmrobert@outlook.com

From: Mike Hanson <mhanson@cog-fmn.com> Sent: Thursday, August 13, 2020 2:05 PM

Subject: Heizer #1

Bruce, Would you get with Robert Holmes or project foreman and review the attached check list prior to Coleman submitting Final Abandonment Notice and request for OCD inspection after P&A, see the attachment. I attached the PSA for river crossing structure for reference to the pipeline crossing apparatus. Take pictures of well pad for well file.

<u>District I</u> 1625 N. French Dr., Hobbs, NM 88240 Phone:(575) 393-6161 Fax:(575) 393-0720

811 S. First St., Artesia, NM 88210 Phone:(575) 748-1283 Fax:(575) 748-9720 District III
1000 Rio Brazos Rd., Aztec, NM 87410

Phone:(505) 334-6178 Fax:(505) 334-6170 1220 S. St Francis Dr., Santa Fe, NM 87505 Phone:(505) 476-3470 Fax:(505) 476-3462

State of New Mexico Energy, Minerals and Natural Resources Oil Conservation Division 1220 S. St Francis Dr. **Santa Fe, NM 87505**

CONDITIONS

Action 22463

CONDITIONS OF APPROVAL

Operator:			OGRID:	Action Number:	Action Type:
COLEMAN OIL & GAS INC	P.O. Drawer 3337	Farmington, NM87499	4838	22463	C-103P

OCD Reviewer	Condition
ahvermersch	None