

## SETTLEMENT AGREEMENT

The Wyoming Department of Environmental Quality, Air Quality Division (“DEQ/AQD”), Herschler Building, 122 West 25<sup>th</sup> Street, Cheyenne, WY 82002, and Encana Oil & Gas (USA) Inc. (“Encana”), 370 Seventeenth Street, Suite 1700, Denver, CO 80202, enter into this Settlement Agreement (“Agreement”) to fully and finally resolve without litigation the alleged violations cited in DEQ Notice of Violation Docket Nos. 4469-09, 4470-09, 4479-09, 4480-09, 4481-09, 4482-09, and 4484-09, and additional alleged violations discussed during settlement negotiations. As more fully set forth below, the NOV’s and the additional alleged violations allege that Encana failed to comply with various permit conditions for the control of vapor emissions from thief hatches, pressure relief valves, hammer unions, drip tank piping and drain toppers, and Enardo valves from dehydration units, condensate and other storage tanks at various gas production wells and facilities (“Facilities”) located in Sublette County, Wyoming, thereby violating the Wyoming Environmental Quality Act (“Act”), applicable Wyoming Air Quality Standards and Regulations (“WAQSR”) and the DEQ/AQD Permits noted below.

WYO. STAT. ANN. § 35-11-901(a)(ii)(West 2009) authorizes stipulated settlement, including payment of a penalty, implementation of compliance schedules or other settlement conditions in lieu of litigation. To that end, Encana and the DEQ/AQD hereby stipulate and agree as follows:

1. Encana is a Delaware corporation that owns and/or operates various gas production wells and facilities, including some facilities that were originally permitted by McMurry Oil Company (“McMurry”).

2. The DEQ/AQD is responsible for enforcing the Act, the WAQSR and permits issued thereunder, including DEQ/AQD Permits MD-1209, MD-6760, CT-3017, MD-1464, MD-7179, MD-1405, MD-1393, MD-6758, MD-1526, MD-7692, CT-4004, MD-7359, MD-7782, MD-7924, MD-8458 and CT-8749.

3. WYO. STAT. ANN. § 35-11-801(a) states: “In granting permits, the director may impose such conditions as may be necessary to accomplish the purpose of this act which are not inconsistent with the existing rules, regulations and standards.”

4. WYO. STAT. ANN. § 35-11-801(c) states: “A permit to construct is required before construction or modification of any industrial facility capable of causing or increasing air or water pollution in excess of standards established by the department is commenced.”

5. Chapter 6, Section 2 of the WAQSR prescribes the applicability and procedures for issuing permits to sources under Wyoming's construction and modification permitting program.

6. WAQSR Ch. 6, § 2(a)(i) states: "Any person who plans to construct any new facility or source, modify any existing facility or source, or to engage in the use of which may cause the issuance of or an increase in the issuance of air contaminants into the air of this state shall obtain a construction permit from the State of Wyoming, Department of Environmental Quality before any actual work is begun on the facility."

7. The DEQ/AQD issued WAQSR Ch. 6, § 2 permitting guidance for Oil and Gas Production Facilities ("Guidance") in June 1997 with subsequent revisions in November 1998, January 2000, August 2001, July 2004 (specific to Jonah/Pinedale area operations), August 2007, and March 2010. The Guidance indicates what DEQ/AQD accepts as meeting the intent of Wyoming's regulatory requirement to obtain a construction permit prior to the construction or operation of new air emission sources. The July 2004 revision states, "[f]or all multiple well or PAD wellsite production facilities, controls for emissions from all existing and new hydrocarbon liquid storage tanks and pressure vessels (flashing emissions) and existing and new dehydration units, meeting BACT requirements described in the C6 S2 Guidance, are required to be installed and operational upon the First Date of Production of an additional well(s) or upon the date production associated with a well(s) from a separate location is tied into a facility."

8. NOV 4469-09. On or about July 29, 2008, the DEQ/AQD issued Permit MD-6760 to Encana for the Stud Horse Butte 11-26 Central Facility (SHB 11-26 Facility) located in Sublette County, Wyoming. Conditions 13 and 16 of Permit MD-6760 require emission control systems be operated to reduce HAP and VOC emissions. On November 19, 2008, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch and a hammer union. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR, and Permit MD-6760. Encana submitted a letter dated April 6, 2009, to the DEQ/AQD stating that the issues identified in the NOV had been corrected and verified by November 20, 2008.

9. NOV 4470-09. On or about August 9, 2005, the DEQ/AQD issued Permit MD-1209 to McMurry Oil for the Stud Horse Butte 13-26-29-108 Gas/Condensate Well Site Facility (SHB 13-26-29-108 Facility) located in Sublette County, Wyoming. Conditions 12 and 13 of Permit MD-1209 require emission control systems be operated to reduce VOC and HAP emissions. On November 19, 2008, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a condensate tank thief hatch and hammer unions associated with piping from the dehydration unit reboiler. The

DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR, and Permit MD-1209. Encana submitted a letter dated April 6, 2009, to the DEQ/AQD stating that the issues identified in the NOV had been corrected and verified by November 20, 2008.

10. NOV 4479-09. On or about July 29, 2008, the DEQ/AQD issued Permit CT-3017 to McMurry Oil for the Stud Horse Butte 11-22-29-108 Wet Gas/Condensate Well Site Facility (SHB 11-22-29-108 Facility) located in Sublette County, Wyoming. Condition 5 of Permit CT-3017 requires vapors from the two 300-barrel condensate tanks be routed to a combustion device to reduce VOC emissions. On August 29, 2008, DEQ/AQD Inspectors Ms. Jennifer Frazier and Mr. Nicholas Czarnecki observed vapors continuously venting from four thief hatches and a pilot pressure relief valve. The inspectors each heard and saw the pilot pressure relief valve "pop." The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR and Permit CT-3017. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that Encana had investigated the issues identified in the NOV and resolved them.

11. NOV 4480-09. On or about October 17, 2006, the DEQ/AQD issued Permit MD-1464 to Encana for the Jonah Federal 1-5X Central Facility (JF 1-5X Facility) located in Sublette County, Wyoming. Conditions 12 and 13 of Permit MD-1464 require emission control systems be operated to reduce VOC and HAP emissions. On November 19, 2008, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from three thief hatches. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR and Permit MD-1464. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified in the NOV had been corrected and verified by November 20, 2008.

12. NOV 4481-09. On or about May 2, 2008, the DEQ/AQD issued Permit MD-7179 to Encana for the Stud Horse Butte 2-34 Central Facility (SHB 2-34 Facility) located in Sublette County, Wyoming. Conditions 19 and 20 of Permit MD-7179 require emission control systems be operated to reduce VOC and HAP emissions. On November 19, 2008, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from three thief hatches. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR and Permit MD-7179. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified in the NOV had been corrected and verified by November 20, 2008.

13. NOV 4482-09. On or about July 18, 2006, the DEQ/AQD issued Permit MD-1405 to McMurry Oil for the Stud Horse Butte 10-27 PAD Facility (SHB 10-27

Facility) located in Sublette County, Wyoming. Condition 7 of Permit MD-1405 requires vapors from the three 400-barrel condensate tanks be routed to a combustion device to reduce VOC emissions. On November 19, 2008, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR and Permit MD-1405. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified in the NOV had been corrected and verified by November 20, 2008.

14. NOV 4484-09. On or about July 3, 2006, the DEQ/AQD issued Permit MD-1393 to Encana for the Stud Horse Butte 11-34 PAD Facility (SHB 11-34 Facility) located in Sublette County, Wyoming. Conditions 14 and 15 of Permit MD-1393 require emission control systems be operated to reduce VOC and HAP emissions. On November 19, 2008, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from drip tank piping. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device thereby violating the Act, the WAQSR and Permit MD-1393. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified in the NOV had been corrected and verified by November 20, 2008.

15. Additional Allegations.

A. MD-6758. On or about May 2, 2008, the DEQ/AQD issued Permit MD-6758 to Encana for the Stud Horse Butte 4-26 Central Facility (SHB 4-26 Facility) located in Sublette County, Wyoming. Conditions 18 and 19 of Permit MD-6758 require emission control systems be operated to reduce VOC and HAP emissions. On May 5, 2009, DEQ/AQD Inspector Jennifer Frazier observed vapors continuously venting from an unlatched thief hatch on tank 9229. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-6758. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on May 5, 2009.

B. MD-1526. On or about February 27, 2007, the DEQ/AQD issued Permit MD-1526 to Encana for the Stud Horse Butte 1-27-29-108 Facility (SHB 1-27-29-108 Facility) located in Sublette County, Wyoming. Conditions 12 and 13 of Permit MD-1526 require emission control systems be operated to reduce VOC and HAP emissions. On May 5, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-

1526. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on May 5, 2009.

C. MD-7692. On or about April 1, 2009, the DEQ/AQD issued Permit MD-7692 to Encana for the Stud Horse Butte 7-15 Central Facility (SHB 7-15 Facility) located in Sublette County, Wyoming. Conditions 13 and 17 of Permit MD-7692 require emission control systems be operated to reduce VOC and HAP emissions. On May 5, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR, and Permit MD-7692. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on May 5, 2009.

D. CT-4004. On or about July 19, 2005, the DEQ/AQD issued Permit CT-4004 to McMurry Oil for the Stud Horse Butte 7-22-29-108 Facility (SHB 7-22-29-108 Facility) located in Sublette County, Wyoming. Condition 8 of Permit CT-4004 requires vapors from two 300-barrel condensate storage tanks be routed to a combustion device to reduce VOC emissions. On May 5, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR, and Permit CT-4004. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on May 5, 2009.

E. MD-7359. On or about May 2, 2008, the DEQ/AQD issued Permit MD-7359 to Encana for the Jonah Federal 2-8X Central Facility (JF 2-8X Facility) located in Sublette County, Wyoming. Conditions 19 and 20 of Permit MD-7359 require emission control systems be operated to reduce VOC and HAP emissions. On May 5, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors intermittently venting from two thief hatches. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-7359. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that as of May 12, 2009, Encana had investigated the issues identified during the inspection and resolved them.

F. MD-6758. On or about May 2, 2008, the DEQ/AQD issued Permit MD-6758 to Encana for the Stud Horse Butte 4-26 Facility (SHB 4-26 Facility) located in Sublette County, Wyoming. Conditions 18 and 19 of Permit MD-6758

require emission control systems be operated to reduce VOC and HAP emissions. On July 16, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from the drip tank drain "topper" and all thief hatches. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-6758. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating Encana's corrective action which had been completed by July 28, 2010.

G. MD-1526. On or about February 27, 2008, the DEQ/AQD issued Permit MD-1526 to Encana for the Stud Horse Butte 1-27-29-108 Facility (SHB 1-27 Facility) located in Sublette County, Wyoming. Conditions 12 and 13 of Permit MD-1526 require emission control systems be operated to reduce VOC and HAP emissions. On October 15, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-1526. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on October 16, 2009 and verified on October 18, 2009.

H. MD-7782. On or about September 16, 2008, the DEQ/AQD issued Permit MD-7782 to Encana for the Stud Horse Butte 12-15 Facility (SHB 12-15 Facility) located in Sublette County, Wyoming. Conditions 19 and 20 of Permit MD-7782 require emission control systems be operated to reduce VOC and HAP emissions. On October 15, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-7782. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on October 16, 2009 and verified on October 18, 2009.

I. MD-7924. On or about April 1, 2009, the DEQ/AQD issued Permit MD-7924 to Encana for the Jonah Federal 1-5 Central Facility (JF 1-5 Facility) located in Sublette County, Wyoming. Conditions 13 and 15 of Permit MD-7924 require emission control systems be operated to reduce VOC and HAP emissions. On October 15, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from a thief hatch. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-7924. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the

issues identified during the inspection had been corrected on October 16, 2009 and verified on October 18, 2009.

J. MD-8458. On or about April 1, 2009, the DEQ/AQD issued Permit MD-8458 to Encana for the Jonah Federal 1-8 Central Facility (JF 1-8 Facility) located in Sublette County, Wyoming. Conditions 13 and 17 of Permit MD-8458 require emission control systems be operated to reduce VOC and HAP emissions. On October 28, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from thief hatches. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-8458. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected and verified on October 28, 2009.

K. MD-7692. On or about April 1, 2009, the DEQ/AQD issued Permit MD-7692 to Encana for the Stud Horse Butte 7-15 Central Facility (SHB 7-15 Facility) located in Sublette County, Wyoming. Conditions 13 and 17 of Permit MD-7692 require emission control systems be operated to reduce VOC and HAP emissions. On October 28, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from thief hatches. The DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit MD-7692. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected and verified on October 28, 2009.

L. CT-8749. On or about January 19, 2010, the DEQ/AQD issued Permit CT-8749 to Encana for the Crimson Federal 16-2 Facility (CF 16-2 Facility) located in Sublette County, Wyoming. Conditions 12 and 15 of Permit CT-8749 require emission control systems be operated to reduce VOC and HAP emissions. On December 10, 2009, DEQ/AQD Inspector Ms. Jennifer Frazier observed vapors continuously venting from an Enardo valve. DEQ/AQD alleges Encana vented vapors directly to the atmosphere and failed to route vapors to the combustion device, thereby violating the Act, the WAQSR and Permit CT-8749. Encana submitted a letter dated March 25, 2010, to the DEQ/AQD indicating that the issues identified during the inspection had been corrected on December 11, 2009 and verified on January 8, 2010.

16. In lieu of litigation, the DEQ/AQD and Encana agree to resolve the violations alleged in the NOVs and the additional allegations for a total amount of one

hundred sixty-four thousand five hundred dollars and no cents (\$164,500.00) payable as follows:

A. Encana agrees to pay the DEQ/AQD, forty-nine thousand dollars and no cents (\$49,000.00) as a stipulated civil penalty ("Stipulated Civil Penalty"). Encana shall make full payment of the Stipulated Civil Penalty by check made payable to the DEQ/AQD, within thirty (30) days after Encana has been notified by the DEQ/AQD that the final signature has been affixed to this Agreement. EnCana shall mail the payment to Nancy Vehr, Sr. Asst. Attorney General, 123 Capitol Building, Cheyenne, WY 82002.

B. In addition to paying the Stipulated Civil Penalty, Encana agrees to complete the following Engine Catalyst Test Supplemental Environmental Project ("SEP"):

i. A SEP is a project that is beneficial for the environment and is otherwise not required by applicable statutes, regulations, permits or orders. This SEP will benefit the environment by evaluating new emission control technologies and advancing the definition of Best Available Control Technology (BACT) for certain reciprocating internal combustion engines.

ii. This SEP involves a controlled laboratory test at the Colorado State University engine testing laboratory of a post-combustion nitrogen oxide (NOx) emission control technology (IFT HC-SCR system) as applied to a natural gas fired four stroke lean burn reciprocating internal combustion engine make and model typically used in natural gas production and gathering operations in Wyoming (Caterpillar 3512C engine) using diesel fuel and natural gas condensates from the Jonah and Wind River gas fields. EnCana agrees to complete this SEP by February 28, 2011.

iii. Encana agrees to spend at least two hundred thirty-one thousand dollars and no cents (\$231,000.00) to complete the SEP ("SEP Expenditure Amount"). Within forty five (45) days after Encana has completed the SEP, EnCana shall submit a SEP Completion Report to the DEQ/AQD, Attn: Mr. Robert Gill, 122 West 25<sup>th</sup> Street, Cheyenne, WY 82002. The SEP Completion Report shall describe the completed SEP, and include itemized costs and certification that the SEP has been fully implemented pursuant to the provisions of this Agreement.

iv. Encana certifies that as of the date it signs this Agreement, EnCana was not required to perform or develop this SEP by any federal, state, or local law or regulation; nor was Encana required to perform or develop the

Wellsite SEP pursuant to any other agreement or relief in any other case. Encana further certifies that it has not received and is not negotiating to receive credit for this Wellsite SEP in any other pending action.

v. In the event that Encana does not spend the SEP Expenditure Amount to complete this SEP, or does not provide the DEQ/AQD with an adequate SEP Completion Report, Encana agrees to pay the DEQ/AQD an additional stipulated penalty within thirty (30) days after Encana has been notified by the DEQ/AQD ("Additional Stipulated Penalty"). The Additional Stipulated Penalty will be calculated by taking the SEP Expenditure Amount and subtracting the amount that Encana actually spent on this SEP and then dividing that difference by a factor of two (2).

17. Encana, by entering into this Agreement, neither admits nor denies the validity of any allegation contained in the NOV, nor does Encana concede or admit to any liability or fault, and this Agreement constitutes no admission of fault or non-compliance.

18. Full compliance with this signed Agreement shall constitute full satisfaction for all claims by the DEQ/AQD against Encana based on the NOVs and additional allegations cited in paragraphs 8-15 above, and, solely in reliance on this Agreement, the DEQ/AQD will refrain from taking further enforcement action against Encana for these particular alleged violations.

19. Encana waives any statute of limitations which may apply to an enforcement action by the DEQ/AQD involving the specific matters described in the NOVs and additional allegations cited in paragraphs 8-15 above in the event that Encana fails to fulfill its obligations under this Agreement.

20. This Agreement shall be admissible by either Encana or DEQ/AQD (hereinafter Encana and DEQ/AQD may be referred to individually as "Party" and collectively as "Parties") without objection by the other Party only in an action between these Parties relating to the violations alleged herein; provided, however, that nothing herein constitutes an admission by Encana of liability or fault.

21. Neither Party hereto shall have any claim against the other for attorneys' fees or other costs incurred with the allegations resolved hereby, including costs incurred in the preparation of this Agreement. Each Party shall bear its own attorney fees and costs, if any, incurred through the date this Agreement is signed by both Parties. Each Party assumes the risk of any liability arising from its own conduct. Neither Party agrees to insure, defend or indemnify the other.

22. Any changes, modifications, revisions or amendments to this Agreement which are mutually agreed upon by the Parties shall be incorporated by written instrument, executed and signed by all Parties to this Agreement.

23. The construction, interpretation and enforcement of this Agreement shall be governed by the laws of the State of Wyoming. The Courts of the State of Wyoming shall have jurisdiction over this Agreement and the Parties, and the venue shall be the First Judicial District, Laramie County, Wyoming.

24. This Agreement, consisting of eleven (11) pages, represents the entire and integrated agreement between the Parties and supersedes all prior negotiations, representations, and agreements, whether written or oral.

25. The State of Wyoming and DEQ/AQD do not waive sovereign immunity by entering into this Agreement and specifically retain immunity and all defenses available to them as sovereign pursuant to WYO. STAT. ANN. § 1-39-104(a) and all other state law.

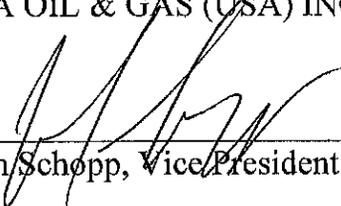
26. The Parties do not intend to create in any other individual or entity the status of third party beneficiary, and this Agreement shall not be construed so as to create such status. The rights, duties and obligations contained in this Agreement shall operate only between the Parties to this Agreement, and shall inure solely to the benefit of the Parties to this Agreement. The Parties to this Agreement intend and expressly agree that only Parties signatory to this Agreement shall have any legal or equitable right to seek to enforce this Agreement, to seek any remedy arising out of Party's performance or failure to perform any term or condition of this Agreement, or to bring an action for the breach of this Agreement.

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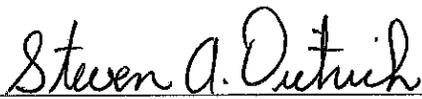
27. Each Party represents that they are authorized to enter into this Agreement and agree to be bound hereby. This Agreement shall become binding upon the Parties once executed by all Parties.

IN WITNESS THEREOF, the Parties, by their duly authorized representatives, have executed this Agreement on the days and dates set out below, and certify that they have read, understood, and agreed to the terms and conditions of this Agreement:

ENCANA OIL & GAS (USA) INC.:

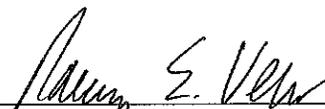
By:  <sup>etc</sup> Date: 9-7-2010  
John Schopp, Vice President – North Rockies

STATE OF WYOMING, DEPARTMENT OF ENVIRONMENTAL QUALITY:

By:  Date: 9-15-10  
Steven A. Dietrich, AQD Administrator

By:  Date: 9/16/10  
John Corra, DEQ Director

APPROVAL AS TO FORM:

 Date: 8/24/10  
Nancy E. Vehy, Sr. Asst. Attorney General  
Attorney for DEQ/AQD