



January 15, 2020

City of Aurora
15151 East Alameda Pkwy
Aurora, CO 80012
Attn: Manager of Real Property Services

Vanessa Thompson
Supervisor, Central Rockies Surface
Land

ConocoPhillips Company
925 N. Eldridge Parkway
Houston, Texas 77079
SP2-07-E054
303-268-3718

Re: Consent to Assignment
Amended and Restated Road Maintenance Agreement RW156731000

City of Aurora:

The purpose of this letter is to request your consent to the assignment of the following contract ("Contract"):

Parties	City of Aurora and Burlington Resources Oil & Gas Company LP & ConocoPhillips Company
Date	1/3/2018
County, State	Adams and Arapahoe Counties, Colorado D8002514

As of November 24, 2019, ConocoPhillips Company (or its subsidiary Burlington Resources Oil & Gas Company LP) has agreed to assign the Contract to Crestone Peak Resources Holdings LLC (or an affiliate thereof).

Please sign in the space below indicating your consent to the assignment of the Contract and, at your earliest possible convenience, return an executed copy of this letter (1) via email to Jamie Attaway at jamie.attaway@cop.com or (2) by returning this letter in the provided pre-addressed and stamped envelope no later than February 19, 2020. Should you have any questions or concerns regarding this letter, please feel free to contact me as provided above.

Thank you,

By signing this letter, you consent to the assignment of the Contract to Crestone Peak Resources Holdings LLC (or an affiliate thereof):

City of Aurora

James Twombly, City Manager