September 15, 2014

Beebe Draw Farms Metropolitan District
c/o Ms. Lisa Johnson
Special District Management Services, Inc.
141 Union Boulevard - Suite 151
Lakewood, CO 80228

Subject: Proposal for verification and documentation of the 2014 Taxable Assessed Valuation pertaining to Oil and Gas Production for Beebe Draw Farms Metropolitan District Nos. 1 & 2.

Lisa,

Please see the attached letter proposal for verification and documentation of the Weld County 2014 Taxable Assessed Valuation for Beebe Draw Farms Metropolitan District Nos. 1 & 2 as it pertains to Oil and Gas production. Tamarack Consulting, LLC will verify and document the current methodology used by the Weld County Assessor's office to determine this valuation.

Final Deliverables:

- 2014 Taxable Assessed Valuation derived from the current methodology for Beebe Draw Farms Metropolitan District Nos. 1 & 2 as it pertains to Oil and Gas production.
- Documentation outlining the current methodology for calculating Taxable Assessed Valuation as it pertains to Oil and Gas production.

Thank you for the opportunity to serve Colorado Special Districts!

Please feel free to call or email anytime.

Sincerely,

Timothy A. McCarthy, P.E.
Managing Principal

Tamarack Consulting, LLC
5366 W. 25th Ave.
Edgewater, CO 80214
P 303.968.7677

TAMARACK CONSULTING, LLC

September 15, 2014

EXHIBT A

SCOPE OF WORK

TASK I – VERIFY THE WELD COUNTY TAXABLE ASSESSED VALUATION OF BEEBE DRAW FARMS METROPOLITAN DISTRICTS 1 & 2

Tamarack Consulting, LLC will work with the Weld County Assessor to determine the methodology used for calculating Taxable Assessed Valuation as it pertains to Oil and Gas production.

Tamarack Consulting, LLC will verify the methodology is accurate by conducting its own analysis to determine Assessed Valuation.

TASK II – DOCUMENT THE METHODOLOGY USED TO CALCULATE TAXABLE ASSESSED VALUATION

Tamarack Consulting, LLC will document the methodology for calculating Taxable Assessed Valuation as it pertains to Oil and Gas production.

ON CALL SERVICES

Tamarack is available to provide on-call services. On-Call Services will be pre-approved by Beebe Draw Farms Metropolitan District Nos. 1 & 2.

DIRECT EXPENSES

Reproduction of deliverables and other documents will be performed as necessary to complete the scope of work as outlined above.

TAMARACK CONSULTING, LLC

September 15, 2014

EXHIBT B

COMPENSATION

TASK I – VERIFY THE WELD COUNTY 2013 TAXABLE ASSESSED VALUATION OF BEEBE DRAW FARMS METROPOLITAN DISTRICTS 1 & 2

Services for Task I and Task II will be billed as a single non-recurring fee.

TASK II – DOCUMENT THE METHODOLOGY USED TO CALCULATE TAXABLE ASSESSED VALUATION

Services for Task I and Task II will be billed as a single non-recurring fee.

Total Fee	**=**	**$ 6,400**

ON CALL SERVICES

On-Call Services will be pre-approved by the District and billed on a T&E basis per the attached 2012 Charge Rates Schedule.

DIRECT EXPENSES

Direct Expenses including reproduction will be billed at Cost Plus 15%.

September 15, 2014

This proposal is valid for two months from the date of this letter. We reserve the right to review costs at the end of two months and negotiate possible fee changes.

The applicable Charge Rate Schedule is made part of this agreement by reference.

If you accept this proposal, please sign below and return one original to Tamarack Consulting, LLC.

_____

Timothy A. McCarthy, P.E.
Principal

Approved and Accepted this _____ day of _____, 2013, by

_____, _____

(Signature) (Print Name)

_____, for _____

(Title) (Client Name)