



COLLIN COUNTY

County Administrator
2300 Bloomdale Road
Suite 4192
McKinney, Texas 75071
www.collincountytx.gov

January 8, 2014

Encana Oil & Gas (USA) Inc.
Attn: Don McClure
370 17th Street, Suite 1700
Denver, Colorado 80202

Delivery via e-mail: don.mcclure@encana.com

Re: Termination of Tax Abatement Agreement between Encana Oil & Gas (USA) Inc., the City of Plano, Texas and the County of Collin, Texas.

Dear Mr. McClure:

This letter is to address the mutual agreement between the parties to terminate the Tax Abatement Agreement between Encana Oil & Gas (USA) Inc. ("Encana"), the City of Plano, Texas ("City") and the County of Collin, Texas ("County"), dated December 6, 2010.

Please indicate Encana's agreement to terminate the above referenced contract by signing below. The termination will be effective immediately upon Encana's signature. As to the Tax Abatement Agreement, the termination will be effective only as to the Tenant, Encana. The Tax Abatement Agreement will continue in full force and effect as to the Owner, Cole of Plano (Legacy) TX, LLC ("Cole"), successor to KDC Legacy North Investments One, LP., as long as Cole remains in compliance with the terms of that agreement. No reimbursement or monetary payments are owed to the City or County by Encana pursuant to the agreements at the time of termination.

After signing, please return to my attention at the address below. Thank you for your assistance in this matter.

Sincerely,

Bill Bilyeu
County Administrator
Collin County
2300 Bloomdale Road, Suite 4192
McKinney, TX 75071

AGREED:

Don McClure on behalf of
Encana Oil & Gas (USA) Inc.