



PREFERRED SANDS OF MINNESOTA, LLC
ONE RADNOR CORPORATE CENTER
100 MATSONFORD ROAD, SUITE 101
RADNOR, PA 19087
P: 610.834.1969
F: 484.684.1296

December 1, 2017

VIA CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Town of Cooks Valley
Attn: Victoria Trinko, Clerk
3717 County Hwy A
Bloomer WI 54724

**RE: Nonmetallic Mining Permit Granted to: Preferred Sands of Minnesota, LLC
Transfer of Ownership**

Dear Ms. Trinko:

By this letter, Preferred Sands of Minnesota, LLC (“Preferred”) and Frontier Sand, LLC (“Frontier”) notify the Town of Cooks Valley that, pending certain conditions, ownership and control of the nonmetallic mining operation referenced above is to be transferred to Frontier on or about December 1, 2017. Ownership of the real property itself is not changing, but will continue to be leased.

Pursuant to this transfer, Preferred and Frontier request that the Town of Cooks Valley Nonmetallic Mining Permit, issued to Preferred on October 25, 2012, be transferred to Frontier as of December 1, 2017. Frontier agrees to assume the obligations as Permit Holder under the permit referenced above, and Frontier agrees that the property will continue to be used for nonmetallic mining activities. Please note that Preferred has not conducted mining operations on the property since approximately 2015, but Frontier intends to recommence operations in the future. Frontier will submit proof of financial wherewithal to comply with the terms and conditions of the permit shortly following closing.

Given the permit's requirement in Condition 11.3 for obtaining the Town's prior written consent to transfer the permit, please kindly review our request and confirm in writing that the Town approves the permit's transfer to Frontier by signing where indicated below and returning to:

Frontier Sand, LLC
Attn: Bruce Durand
305 Highway AA
PO Box 99
New Auburn, WI 54757
bruce@badgerstaterecovery.com

With a copy to:

Preferred Sands of Minnesota, LLC
Attn: Eric Tenuto
One Radnor Corporate Center
100 Matsonford Road, Suite 101
Radnor, PA 19087

Preferred Sands of Minnesota, LLC
Attn: Legal Department
One Radnor Corporate Center
100 Matsonford Road, Suite 101
Radnor, PA 19087

The contact person for Frontier following the transfer of ownership will be Bruce Durand who can be reached at the contact information above.

Finally, this request has been signed by responsible officials of both parties.

Preferred Sands of Minnesota, LLC

By: Matthew C. Chippa
Senior Vice President,
Its: Finance & Business Operations

Frontier Sand, LLC

By: _____
Its: _____

cc: Derek Sorenson – Q&B
Charles V. Sweeney – Axley

AGREED AND CONSENTED TO:

TOWN OF COOKS VALLEY

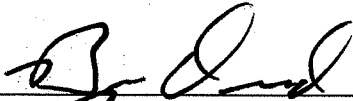
By: _____
Name: _____
Title: _____

Finally, this request has been signed by responsible officials of both parties.

Preferred Sands of Minnesota, LLC

By: _____
Its: _____

Frontier Sand, LLC


By: Bruce DURAM
Its: President

cc: Derek Sorenson – Q&B
Charles V. Sweeney – Axley

AGREED AND CONSENTED TO:

TOWN OF COOKS VALLEY

By: _____
Name: _____
Title: _____