

December 20, 2012

WORKING INTEREST OWNERS
ROUTLEDGE UNIT NO. 1
(Addressee List Attached)

Dear Sir/Madam:

Re: Revision to Schedule "A" & "B" Effective January 1, 2013
PLAN FOR UNIT OPERATION GOVERNING THE UNITIZED MANAGEMENT,
OPERATION AND FURTHER DEVELOPMENT OF ROUTLEDGE UNIT NO. 1, AS
AMENDED (the "Agreement")
Our File No: UN000362

Please find the attached revisions to Schedule "A" and Schedule "B" to the subject Agreement to reflect the following change:

Effective September 1, 2012, Enerplus Partnership assigned its entire interest in the Routledge Unit No. 1 to Corex Resources Ltd. Schedules are revised effective January 1, 2013

Appropriate documentation to support this transaction is held on file.

If you require further information please contact the undersigned at (403) 298-8840 or vpilson@enerplus.com.

Yours truly,

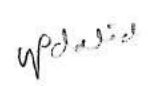
ENERPLUS PARTNERSHIP,
by its managing partner, Enerplus Corporation



Val Pilson
Joint Interest Analyst

Enclosures

cc: Manitoba Industry, Economic Development and Mines


ENERPLUS CORPORATION
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**WORKING INTEREST OWNER ADDRESSEE LIST
ROUTLEDGE UNIT NO. 1**

Adanac Oil & Gas Limited
517 Patina Place SW
Calgary AB T3H 2P5

Attention: Jeff Ross

Crescent Point Resources Partnership
2800, 111 – 5th Avenue SW
Calgary, Alberta T2P 3Y6

Attention: Paul Tyson

ARC Resources General Partnership
1200, 308 – 4th Avenue SW
Calgary AB T2P 0H7

Attention: Stephanie Fiedler

Zola Oil Company
P.O. Box 846
Mount Vernon, IL USA 62864

Attention: Robert T. Ober

Corex Resources Ltd.
2600, 520 - 5th Avenue SW
Calgary AB T2P 3R7

Attention: David McGuinness

Cenovus Energy Inc.
421 – 7th Avenue S.W.
PO Box 766
Calgary, AB T2P 0M5

Attention: JI Department – Royalty Owner

ROUTLEDGE UNIT NO. 1

SCHEDULE "A"

TRACT NUMBERS AND THE PRIMA FACIE WORKING INTEREST OWNERS OF THE TRACTS IN ROUTLEDGE UNIT NO. 1

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
1-9	ARC Resources General Partnership.	100
6-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
8-9	ARC Resources General Partnership.	100
9-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
10-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
11-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
14-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
15-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
16-9	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
5-10	ARC Resources General Partnership.	100
12-10	ARC Resources General Partnership.	100
13-10	ARC Resources General Partnership.	100
14-10	ARC Resources General Partnership.	100

Effective: January 1, 2013

<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
14-15	ARC Resources General Partnership.	100
1-16	ARC Resources General Partnership.	100
2-16	ARC Resources General Partnership.	100
3-16	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-16	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-16	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-16	ARC Resources General Partnership.	100
9-16	ARC Resources General Partnership.	100
10-16	ARC Resources General Partnership.	100
12-16	ARC Resources General Partnership.	100
13-16	ARC Resources General Partnership.	100
14-16	ARC Resources General Partnership.	100
15-16	ARC Resources General Partnership.	100
16-16	ARC Resources General Partnership.	100
8-17	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-17	ARC Resources General Partnership.	100
10-17	ARC Resources General Partnership.	100
13-17	ARC Resources General Partnership.	81.250
	Zola Oil Company	18.750

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<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
14-17	ARC Resources General Partnership. Zola Oil Company	81.250 18.750
15-17	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
16-17	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
1-19	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
1-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
2-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
3-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
4-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
5-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
6-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
7-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
8-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
9-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40
11-20	Corex Resources Ltd. Crescent Point Resources Partnership	60 40

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<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
12-20	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-21	ARC Resources General Partnership.	100
12-21	ARC Resources General Partnership.	100
13-21	ARC Resources General Partnership.	100
14-21	ARC Resources General Partnership.	100
16-21	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
2-22	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

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<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
3-22	Adanac Oil & Gas Limited	9.375
	ARC Resources General Partnership.	90.625
4-22	Adanac Oil & Gas Limited	9.375
	ARC Resources General Partnership.	90.625
5-22	Adanac Oil & Gas Limited	9.375
	ARC Resources General Partnership.	90.625
6-22	Adanac Oil & Gas Limited	9.375
	ARC Resources General Partnership.	90.625
7-22	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-22	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-22	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
13-22	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-22	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-27	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-27	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-27	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
2-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

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<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
3-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
16-28	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
1-29	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
	Adanac Oil & Gas Limited	40

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<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
8-29	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
	Adanac Oil & Gas Limited	40
9-29	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
	Adanac Oil & Gas Limited	40
16-29	Corex Resources Ltd.	36
	Crescent Point Resources Partnership	24
	Adanac Oil & Gas Limited	40
1-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
2-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
7-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
8-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
9-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
10-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
11-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
14-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
15-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
16-32	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

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<u>Tract Number</u>	<u>Working Interest Owner</u>	<u>Percentage Working Interest Ownership</u>
3-33	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
4-33	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
5-33	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
6-33	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
12-33	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
13-33	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40
3-5	Corex Resources Ltd.	60
	Crescent Point Resources Partnership	40

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ROUTLEDGE UNIT NO. 1

SCHEDULE "B"

PRIMA FACIE WORKING INTEREST OWNERS AND THEIR PARTICIPATING INTERESTS IN ROUTLEDGE UNIT NO. 1

Adanac Oil & Gas Limited	0.75740
ARC Resources General Partnership	32.08272
Crescent Point Resources Partnership	26.35817
Corex Resources Ltd.	39.53726
Zola Oil Company	<u>1.26445</u>
	100.00000

Effective: January 1, 2013