

RECORDED DECEMBER 23, 2003 BK 449 PG 286 NO 463153 AUDREY KOLTISKA, COUNTY CLERK
Initialed For Identification

RECORDED DECEMBER 9, 2003 BK 449 PG 42 NO 462081 AUDREY KOLTISKA, COUNTY CLERK

POWDER RIVER ENERGY CORPORATION
SUNDANCE, WYOMING
Right Of Way Easement

KNOW ALL MEN BY THESE PRESENTS:

That (I) (We) the undersigned: Richard M. Williams, TrusteeWith an address of: 1275 Pine Dr., Sheridan, WY 82801

for a good and valuable consideration, the receipt whereof is hereby acknowledged, do hereby grant unto Powder River Energy Corporation, a cooperative corporation (hereinafter called the Cooperative) whose corporate headquarters post office address is Sundance, Wyoming and to its successors and assigns an easement 30 feet in width along with the right to enter upon the hereinafter described lands and to construct thereon, operate, change framing and voltage and maintain electric lines and associated facilities and equipment and to cut and trim trees and shrubbery that may interfere with or threaten to endanger the operations and maintenance of said lines, facilities and equipment, including the right of ingress and egress to and from said lands, to wit:

T54N, R80W, 6th P.M., Sheridan County, WyomingSECTION 23: NESW

as shown on the attached map marked "Exhibit A".

The undersigned agree that all poles, wire and other facilities and equipment installed at the Cooperative's expense on said described lands shall be and remain the property of the cooperative, removable at the option of the cooperative upon the termination of services to, or through said lands.

The undersigned covenant that they are the owners of the above described land and that said lands are free and clear of encumbrances and liens of whatsoever character except those held by the following described persons:

Hereby releasing and waiving all rights under and by virtue of the homestead exemption laws of the State of Wyoming.

IN WITNESS WHEREOF, the undersigned have set their hands this 21 day of October, 2003

Richard M Williams
Richard M Williams

State of Sheridan)
)ss
County of Wyoming)

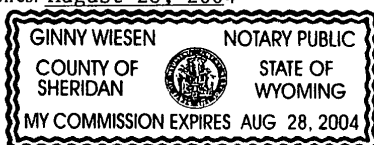
The foregoing instrument was acknowledged before me
this 22 day of October, 2003

by Richard M. Williams

Witness my hand official seal:

Ginny Wiesen
Notary Public

My commission expires: August 28, 2004



Initialed For Identification _____

“EXHIBIT A”

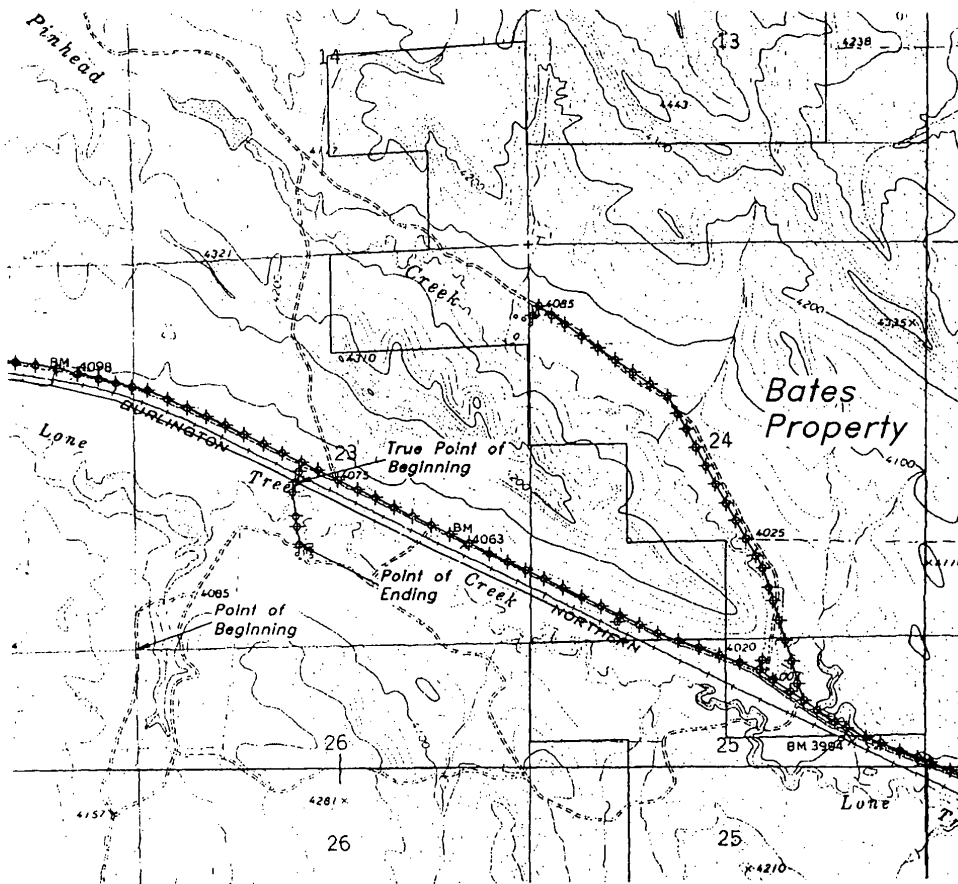
Richard M. Williams, Trustee

T54N, R80W, 6th P.M., Sheridan County, Wyoming
SECTION 23: NESW

Beginning at the SW corner of Section 23, T54N, R80W, Sheridan County, Wyoming, (POINT OF BEGINNING); thence bearing approximately N42°51'E for an approximate distance of 3,132, to the point where Powder River Energy Corporation's new three-phase overhead power line begins on Williams property (TRUE POINT OF BEGINNING).

The new three-phase overhead power line continues from this point bearing approximately S17°41'W for an approximate distance of 141'; thence bearing approximately S07°59'E for an approximate distance of 729', where the powerline terminates at a meter drop on Williams property (POINT OF ENDING) this point being located on an approximate bearing of N56°40'E and at an approximate distance of 2,619' from the SW corner of Section 23, T54N R80W, Sheridan County, Wyoming.

The above description is for a single-phase 14.4kV overhead power line “Right-of-Way”, 30' in width, being 15' on either side of centerline extending an approximate total distance of 870 feet.



287