

RIGHT OF WAY AGREEMENT

KNOW ALL MEN BY THESE PRESENTS: that the undersigned (hereinafter referred to as "OWNER", whether one or more), for and in consideration of Ten and More Dollars (\$10.00+) in hand paid, the receipt of which is hereby acknowledged, does hereby grant, sell and convey unto Bear Paw Energy, LLC, 370 17th Street, Suite 2775, Denver, Colorado 80202-1370, its successors and assigns (hereinafter referred to as "COMPANY") a right of way and easement Fifty feet (50') in width where the diameter of the gas pipeline is equal to or less than twelve inches (12"), and a right of way and easement Seventy Five feet (75') in width where the diameter of the gas pipeline is greater than twelve inches (12"), for the purpose of laying, constructing, maintaining, operating, repairing, replacing and removing the gas pipeline(s) (with fittings cathodic protection equipment and all appliances appurtenant thereto) however said Seventy Five (75') right of way and easement shall be reduced to Fifty feet (50') in width for routine maintenance and minor repairs, for the transportation of oil, gas or any other liquids or substances for COMPANY'S operations across lands of OWNER, situated in the County of Sheridan, State of Wyoming, described as follows:

Township 58 North Range 83 West
Section 35: S2S2

Township 57 North Range 83 West
Section 02: N2N2

OWNER recognizes that an as built plat, subsequent to survey, is attached hereto and recorded as Exhibit "A".

COMPANY shall bury the top of its pipe at least forty-eight inches (48") below the surface of the ground. The undersigned OWNER, his successors, heirs or assigns, reserves all oil, gas and minerals on and under said lands and the right to farm, graze and otherwise fully use and enjoy said lands, provided, however, that COMPANY shall have the right hereafter to cut and keep clear all trees, brush, and other obstructions that may injure, endanger or interfere with the construction and use of said pipeline, or fittings, tie-overs, cathodic protection equipment and appliances appurtenant thereto. COMPANY shall have all privileges necessary or convenient for the full use of the rights herein granted, together with ingress or egress along with pipelines and over and across said lands. COMPANY, by acceptance hereof, agrees to pay for actual damages to crops, pasture, fences and timber which may arise from laying, construction, maintaining, operating, repairing, replacing, or removing said pipeline(s).

COMPANY agrees to comply with all applicable state and local regulations.

COMPANY shall indemnify, defend and save and hold harmless OWNER from any and all claims, demands, causes of action, or liability for damages, loss or injuries that arise out of COMPANY'S operations on the land.

COMPANY shall restore the land as soon as practicable after the pipelines are completed. Restoration shall be made as near as possible to the condition when COMPANY first entered onto the land.

OWNER hereby warrants and agrees to defend the title to the above-described premises. OWNER shall have the use of such right of way and easement except for any use which conflicts with the purposes for which this right of way and easement is granted; provided, however, OWNER shall not build or construct nor permit to be built or constructed any building or other improvement over or across said right of way and easement.

TO HAVE AND TO HOLD said right of way and easement unto said COMPANY, its successors and assigns, until such pipelines are constructed and so long thereafter as a pipeline is maintained thereon; and the undersigned hereby bind themselves, their heirs, executors, administrators, successors and assigns, against every person whomsoever lawfully claiming or to claim the same, or any part thereof.

Executed this 6th day of December, 2000.

OWNER:
Anna Pilch, Individually and as Trustee of the
Anna Pilch Agreement of Trust, dated July 23, 1985

BY: Anna Pilch
Anna Pilch, Individually and as
Trustee of the Anna Pilch Agreement of Trust,
dated July 23, 1985

COMPANY:
Bear Paw Energy, LLC

BY: Don H. Littleton, agent

ACKNOWLEDGEMENT

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 6th day of December, 2000 by Anna Pilch, Individually and as Trustee of the Anna Pilch Agreement of Trust, dated July 23, 1985

Witness my hand and official seal.

Jennifer K. Green
Notary Public

My commission expires: October 13, 2004



STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 6th day of December, 2000 by Don H. Littleton, as agent for Bear Paw Energy LLC.

Witness my hand and official seal.

Jennifer K. Green
Notary Public

My commission expires: October 13, 2004

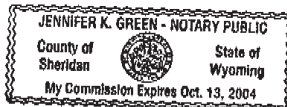


Exhibit "A" attached to and made a part of
Right of Way Agreement dated December
6, 2000 between Anna Pilch, Individually
and as Trustee and Bear Paw Energy, LLC

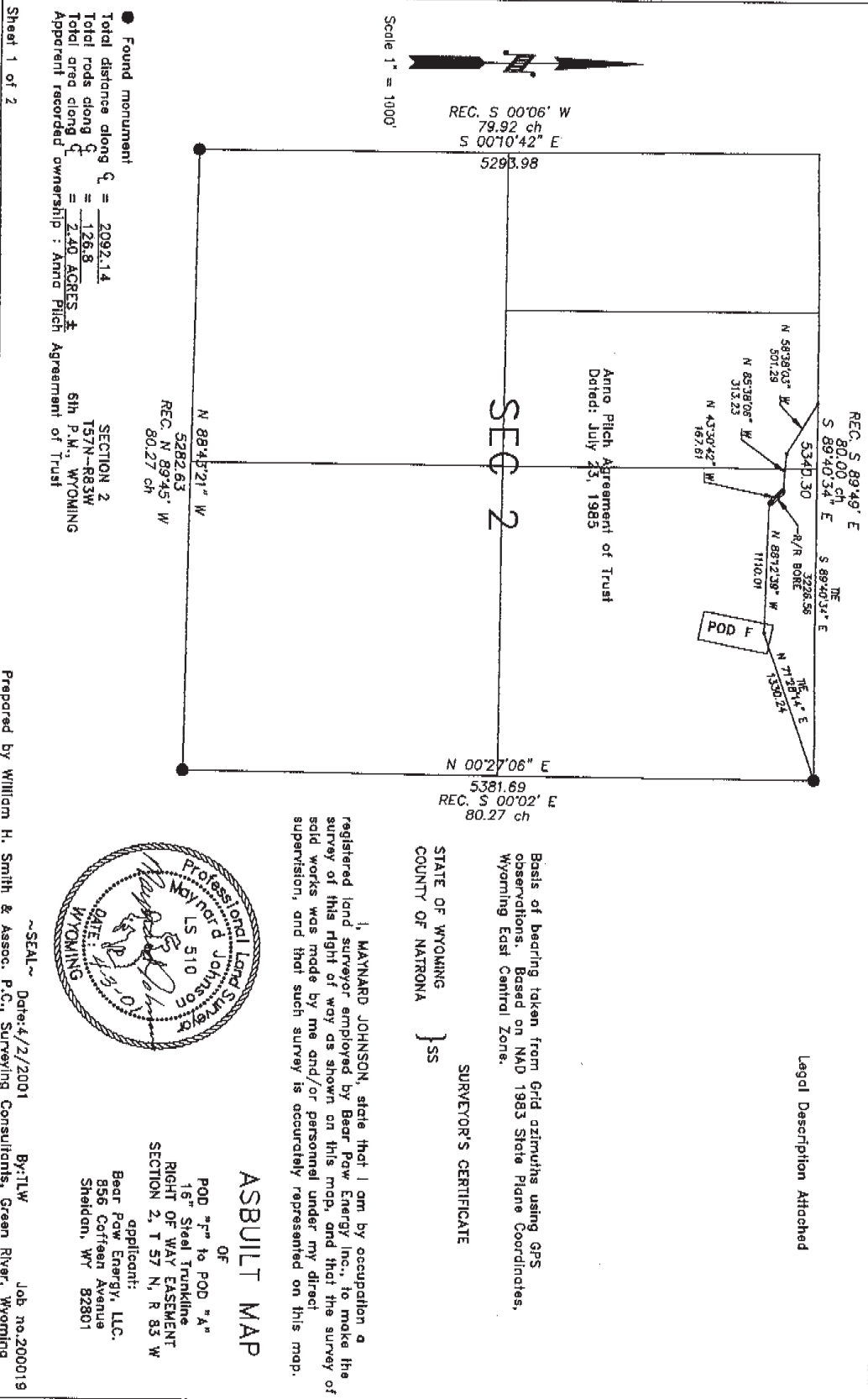


Exhibit "A" attached to and made a part of
Right of Way Agreement dated December
6, 2000 between Anna Pilch, Individually
and as Trustee and Bear Paw Energy, LLC

LEGAL DESCRIPTION
TO ACCOMPANY MAP OF
POD "F" TO POD "A"
16" STEEL TRUNKLINE
RIGHT-OF-WAY EASEMENT
SECTION 2, T 57 N, R 83 W

A strip of land for the purpose of right of way located in Section 2, T 57 N, R 83 W of the
Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either
side of the following described centerline:

Beginning at a point(Sta. 3+17.28) being the point of beginning, from which the Northeast corner
of Section 2 T57N, R83W bears N71°28'14"E, a distance of 1330.24 feet:

thence: N88°12'39"W, along said pipeline centerline 1110.01 feet, to a point(Sta. 14+27.29):

thence: N43°30'42"W, along said pipeline centerline 167.61 feet, to a point(Sta. 15+94.90):

thence: N85°38'06"W, along said pipeline centerline 313.23 feet, to a point(Sta. 19+08.13):

thence: N58°38'03"W, along said pipeline centerline 501.29 feet, to a point(Sta. 24+09.42), on the
North line of Section 2 T57N, R83W, from which the Northeast corner of Section 2 T57N, R83W bears
S89°40'34"E a distance of 3226.56 feet.

Said right of way is 2092.14 feet in length, or 126.8 rods, and contains 2.40 acres \pm .

Basis of bearing taken from Grid azimuths using GPS observation. Based on NAD 1983 State Plane
Coordinates, Wyoming East Central Zone.

ASBUILT

LEGAL DESCRIPTION
TO ACCOMPANY MAP OF
POD "F" TO POD "A"
16" STEEL TRUNKLINE
RIGHT OF WAY EASEMENT
SECTION 2, T 57 N, R 83 W

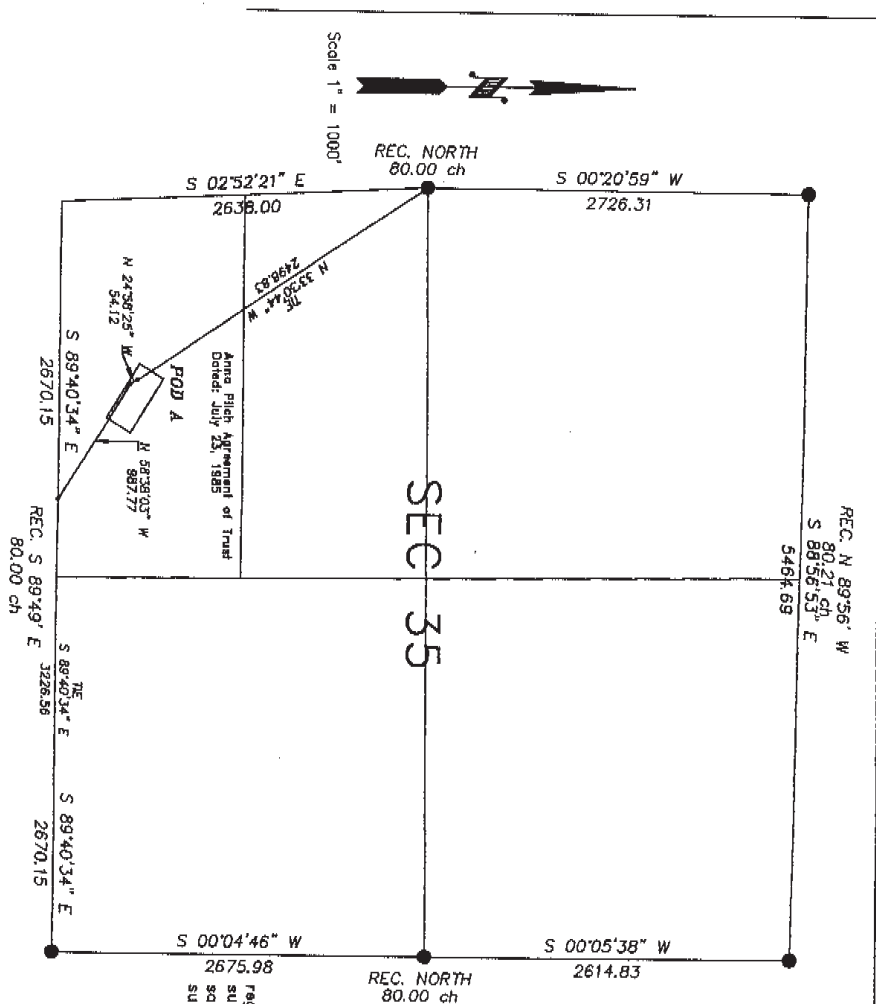
applicant:
Bear Paw Energy, LLC.
856 Coffeen Avenue
Sheridan, WY 82801

Sheet 1 of 2

Found monument
 Total distance along $Q_1 = \underline{1041.89}$
 Total rods along $Q_1 = \underline{63.01}$
 Total area along $Q_1 = \underline{1.20}$ ACRES \pm
 Apparent recorded ownership : Anna Pilon Agreement of Trust

SECTION 35
 T58N-R83W
 6th P.M., WYOMING

~SEAL~ Date: 4/2/2001 By: TLW Job no.: 200019
Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming



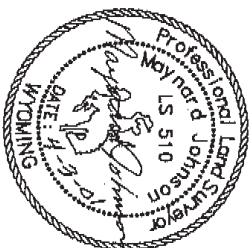
Legal Description Attached

Basis of bearing taken from Grid azimuths using GPS observations. Based on NAD 1983 State Plane Coordinates Wyoming East Central Zone.

STATE OF WYOMING } ss
COUNTY OF NATRONA }

SURVEYOR'S CERTIFICATE

1. MAYNARD JOHNSON, state that i am by occupation a registered land surveyor employed by Bear Paw Energy Inc., to make the survey of the right of way as shown on this map, and that the survey of said works was made by me and/or personnel under my direct supervision, and that such survey is accurately represented on this map.



ASBUILT MAP

of

POD \rightarrow F²⁰ to POD \rightarrow A²²

RIGHT OF WAY EASEMENT

SECTION 35, T 58 N, R 83 W

applicants:

Bar Paw Energy, LLC

850 Corleean Avenue
Sheldon, WY 82801

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Right of Way Agreement dated December
6, 2000 between Anna Pilch, Individually
and as Trustee and Bear Paw Energy, LLC

LEGAL DESCRIPTION
TO ACCOMPANY MAP OF
POD "F" TO POD "A"
16" STEEL TRUNKLINE
RIGHT-OF-WAY EASEMENT
SECTION 35, T 58 N, R 83 W

A strip of land for the purpose of right of way located in Section 35, T 58 N, R 83 W of the
Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either
side of the following described centerline:

Beginning at a point(Sta. 24+09.42) on the South line of Section 35 T58N, R83W, from which the
Southeast corner of Section 35 T58N, R83W bears S89°40'34"E, a distance of 3226.56 feet:

thence: N58°38'03"W, along said pipeline centerline 987.77 feet, to a point(Sta. 33+97.19):

thence: N24°58'25"W, along said pipeline centerline 54.12 feet, to a point(Sta. 34+51.31), being
the end of said pipeline centerline, from which the West 1/4 corner Section 35 T58N, R83W bears
N33°30'44"W a distance of 2498.83 feet.

Said right of way is 1041.89 feet in length, or 63.1 rods, and contains 1.20 acres ±.

Basis of bearing taken from Grid azimuths using GPS observation. Based on NAD 1983 State Plane
Coordinates, Wyoming East Central Zone.

ASBUILT

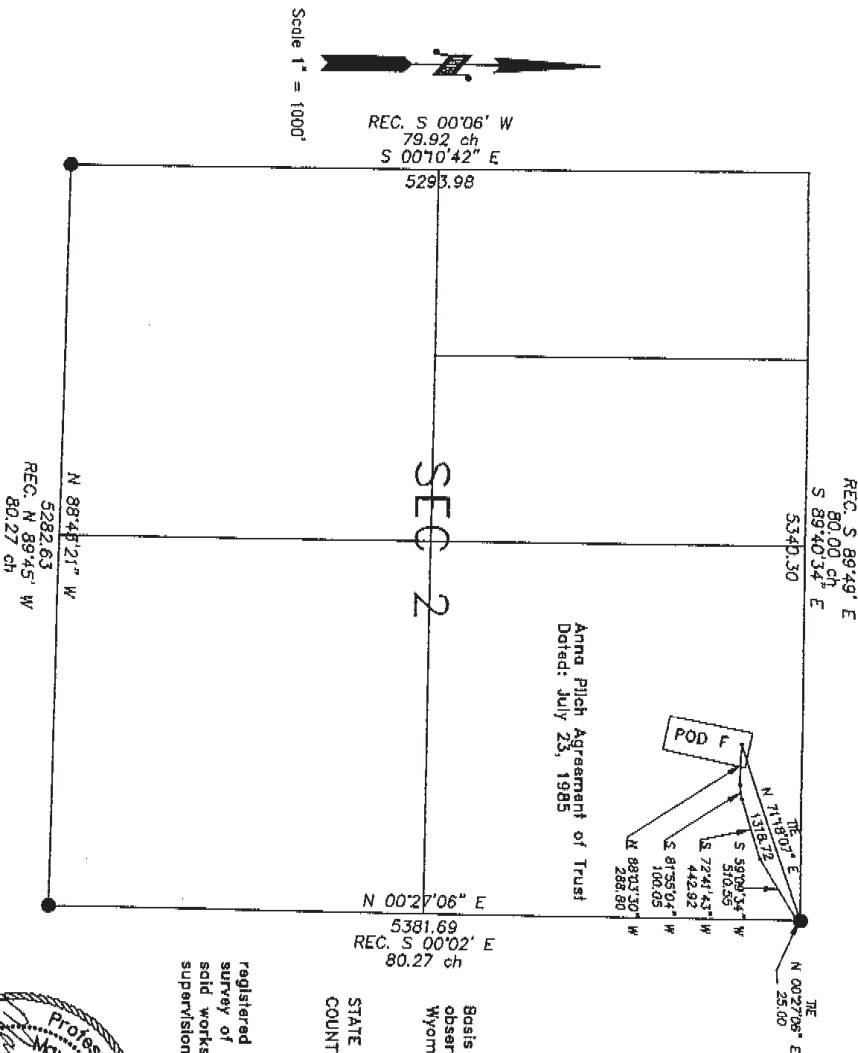
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16" STEEL TRUNKLINE
RIGHT OF WAY EASEMENT
SECTION 35, T 58 N, R 83 W

applicant:
Bear Paw Energy, LLC.
856 Coffeen Avenue
Sheridan, WY 82801

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Sheet 1 of 2

● Found monument
Total distance along $Q = \frac{1342.32}{81.4} = 16.4$
Total rods along $Q = 1.54$ ACRES ±
Apparent recorded ownership: Anna Pilch Agreement of Trust
SECTION 2
T57N-R83W
6th P.M., WYOMING



Legal Description Attached

Basis of bearing taken from Grid azimuths using GPS observations. Based on NAD 1983 State Plane Coordinates, Wyoming East Central Zone.

STATE OF WYOMING
COUNTY OF NATRONA

SURVEYOR'S CERTIFICATE

I, MAYNARD JOHNSON, state that I am by occupation a registered land surveyor employed by Bear Paw Energy Inc., to make the survey of this right of way as shown on this map, and that the survey of said works was made by me and/or personnel under my direct supervision, and that such survey is accurately represented on this map.



ASBUILT MAP

OF
POD "G" to POD "F"
16" Steel Trunkline
RIGHT OF WAY EASEMENT
SECTION 2, T 57 N, R 83 W

Applicant:
Bear Paw Energy, LLC,
856 Coffeen Avenue
Sheldon, WY 82801

Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming
~SEAL~ Date: 4/2/2001 By: TLW Job no: 200019

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RIGHT-OF-WAY EASEMENT
SECTION 2, T 57 N, R 83 W

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Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either
side of the following described centerline:

Beginning at a point(Sta. 32+72.81) on the East line of Section 2 T57N, R83W, from which the
Northeast corner of Section 2 T57N, R83W bears N00°27'06"W, a distance of 25.00 feet:

thence: S59°09'34"W, along said pipeline centerline 510.55 feet, to a point(Sta. 37+83.36):

thence: S72°41'43"W, along said pipeline centerline 442.92 feet, to a point(Sta. 42+26.28):

thence: S81°55'04"W, along said pipeline centerline 100.05 feet, to a point(Sta. 43+26.33):

thence: N88°03'30"W, along said pipeline centerline 288.80 feet, to a point(Sta. 46+15.13), being
the end of said centerline, from which the Northeast corner of Section 2 T57N, R83W bears N71°18'07"E
a distance of 1318.72 feet.

Said right of way is 1342.32 feet in length, or 81.4 rods, and contains 1.54 acres ±.

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ASBUILT

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SECTION 2, T 57 N, R 83 W

applicant:
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Sheet 2 of 2