

RIGHT OF WAY AGREEMENT

KNOW ALL MEN BY THESE PRESENTS: that the undersigned, **PILCH RANCH, LLC**, a Wyoming limited liability company, (hereinafter referred to as "OWNER", whether one or more) and whose members consist exclusively of: Anna Pilch, individually and as Trustee of the Anna Pilch Trust Dated 7/23/ 1985; Edward S. Pilch; Joe A. Pilch; and Marilyn Pilch Wolter, 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**, 1400 16th Street, Suite 310, Denver, Colorado 80202, its successors and assigns (hereinafter referred to as "COMPANY") a right of way and easement Fifty feet (50') in width for the purpose of laying, constructing, maintaining, operating, repairing, replacing and removing gas pipeline(s) (with fittings cathodic protection equipment and all appliances appurtenant thereto) 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 33: E2SW4

✓ Township 57 North Range 83 West
Section 4: NW4, N2SW4

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 29th day of June, 2001.

COMPANY:

BEAR PAW ENERGY, LLC

Rick Sankilarn
BY: RICK SANKILARN
Attorney-in-Fact

OWNER:

PILCH RANCH, LLC

BY: MARILYN PILCH WOLTER, member, appearing herein through JOE A. PILCH, her Attorney-in-Fact, under that Limited Power of Attorney dated February 26, 2001, and Recorded in Miscellaneous Book 22, Page 56, instrument Number 368961, of the Records of Sheridan County, WY.

BY: *Joe A. Pilch*
JOE A. PILCH, member

BY: *Eddie S. Pilch*
EDDIE S. PILCH, member

BY: *Joe A. Pilch*
JOE A. PILCH, Attorney-in-Fact
For Marilyn Pilch Wolter, member

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

ACKNOWLEDGEMENT

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 29th day of June, 2001, by Anna Pilch, Individually and as Trustee of the Anna Pilch Agreement of Trust, dated July 23, 1985, member of Pilch Ranch, LLC.

Witness my hand and official seal.

[Signature]
Notary Public

My commission expires: April 10, 2004

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 29th day of June, 2001, by Edward S. Pilch, member of Pilch Ranch, LLC.

Witness my hand and official seal.

[Signature]
Notary Public

My commission expires: April 10, 2004

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 29th day of June, 2001, by Joe A. Pilch, member of Pilch Ranch, LLC.

Witness my hand and official seal.

[Signature]
Notary Public

My commission expires: April 10, 2004

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 29th day of June, 2001, by Joe A. Pilch, as Attorney-in-Fact on behalf of Marilyn Pilch Wolter, member of Pilch Ranch, LLC.

Witness my hand and official seal.

[Signature]
Notary Public

My commission expires: April 10, 2004

ACKNOWLEDGEMENT

STATE OF Colorado)
) ss.
COUNTY OF Denver)

The foregoing instrument was acknowledged before me this 2 day of July, 2001, by Bich Srikulalan, Attorney-in-Fact of Bear Paw Energy, LLC, a Delaware limited liability company as the free and voluntary act of said company.

IN WITNESS WHEREOF, I hereunto set my hand and affixed by notarial seal the day and year last above written.

[Signature]
NOTARY PUBLIC

My commission expires:

May 17, 2004

JESSICA WENTWORTH
NOTARY PUBLIC
STATE OF COLORADO

My Commission Expires May 17, 2004

Exhibit "A"
to
Right of Way Agreement
dated February 13, 2001
between
Pilch Ranch, LLC and Bear Paw Energy, LLC

Scale 1" = 1000'



REC. NORTH
80.00 ch
N 00°01'03" W
5273.27

S 89°52'56" W
2658.06
REC. S 89°48' W
79.95 ch
N 87°51'18" W
2614.81

N 00°09'21" W
5258.40
REC. NORTH
80.00 ch

HELVEY
SEC 33

CARLTON PATRICK
DEWEY

NE 1/4
S 57°51'08" W
2433.69
S 28°18'42" W
413.55
S 21°42'56" W
1025.46
S 89°09'34" E
5284.30
REC. S 89°49' E
80.00 ch
SECTION 33
T58N-R83W
6th P.M., WYOMING

- Found monument set by others
- Total distance along L = 1439.01
- Total area along L = 87.2
- Apparent recorded ownership : Pilch Ranch LLC

STATE OF WYOMING
COUNTY OF NATRONA } SS

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 work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.



ASBUILT MAP

10" Steel Gas Line
POD "K" to POD "DD"
RIGHT OF WAY EASEMENT
SECTION 33, T 58 N, R 83 W

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

10" STEEL GAS LINE
POD "K" to POD "DD"
RIGHT-OF-WAY DESCRIPTION

A strip of land for the purpose of right of way located in Section 33, 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 easement:

Beginning of a point (Sta. 87+32.04) on the apparent property boundary between Pilch Ranch LLC and Carlton Patrick Dewey, from which the Southwest corner of Section 33 T58N, R83W, bears S87°51'08" W a distance of 2433.69 feet;

thence: S28°18'42" W, 413.55 feet, to a point (Sta. 71+45.59);

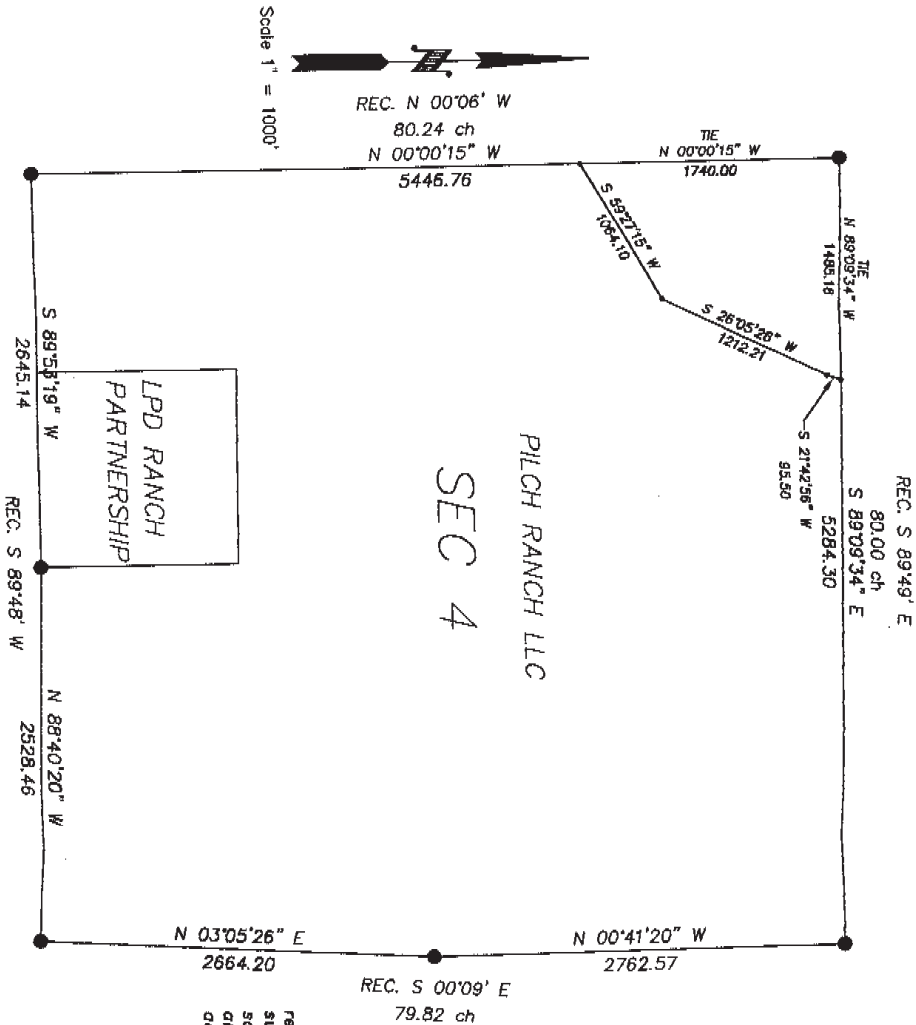
thence: S21°42'56" W, 1025.46 feet, to a point (Sta. 81+71.05), on the South line of Section 33, from which the Southwest corner of Section 33, T58N, R83W, bears N89°09'34" W a distance of 1439.01 feet.

Said right of way is 1439.01 feet in length, 87.2 rods, and contains 1.7 Acres ±.

Base of bearing taken from GHD azimuths using GPS observations. Based on NAD 1983 State Plane Coordinates, Wyoming East Control Zone.

Exhibit "A"
to
Right of Way Agreement
dated February 13, 2001
between
Pilch Ranch, LLC and Bear Paw Energy, LLC

- Found monument set by others
- Total distance along $\ell = \frac{2371.81}{143.7}$
- Total rods along $\ell = \frac{2.7 \text{ ACRES} \pm}{2.7 \text{ ACRES} \pm}$
- Apparent recorded ownership: Pilch Ranch LLC



10" STEEL GAS LINE
POD "K" to POD "DD"
RIGHT-OF-WAY DESCRIPTION

A title of land for the purpose of right of way located in Section 4, 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 certificate:

Beginning of a point (Sta. 81+71.05) on the North line of Section 4, from which the Northwest corner of Section 4 (Sta. 157N, R83W, bears N89°09'34"W a distance of 1493.16 feet; thence S21°42'56"W, 93.50 feet, to a point (Sta. 82+66.55); thence S26°05'26"W, 1212.21 feet, to a point (Sta. 94+78.76); thence S58°27'15"W, 1064.10 feet, to a point (Sta. 105+42.86), on the West line of Section 4, from which the Northwest corner of Section 4, 157N, R83W, bears N00°00'15"W a distance of 1740.00 feet.

Said right of way is 2371.81 feet in length, 143.7 rods, and contains 2.7 Acres ±.

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 } SS
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 work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.



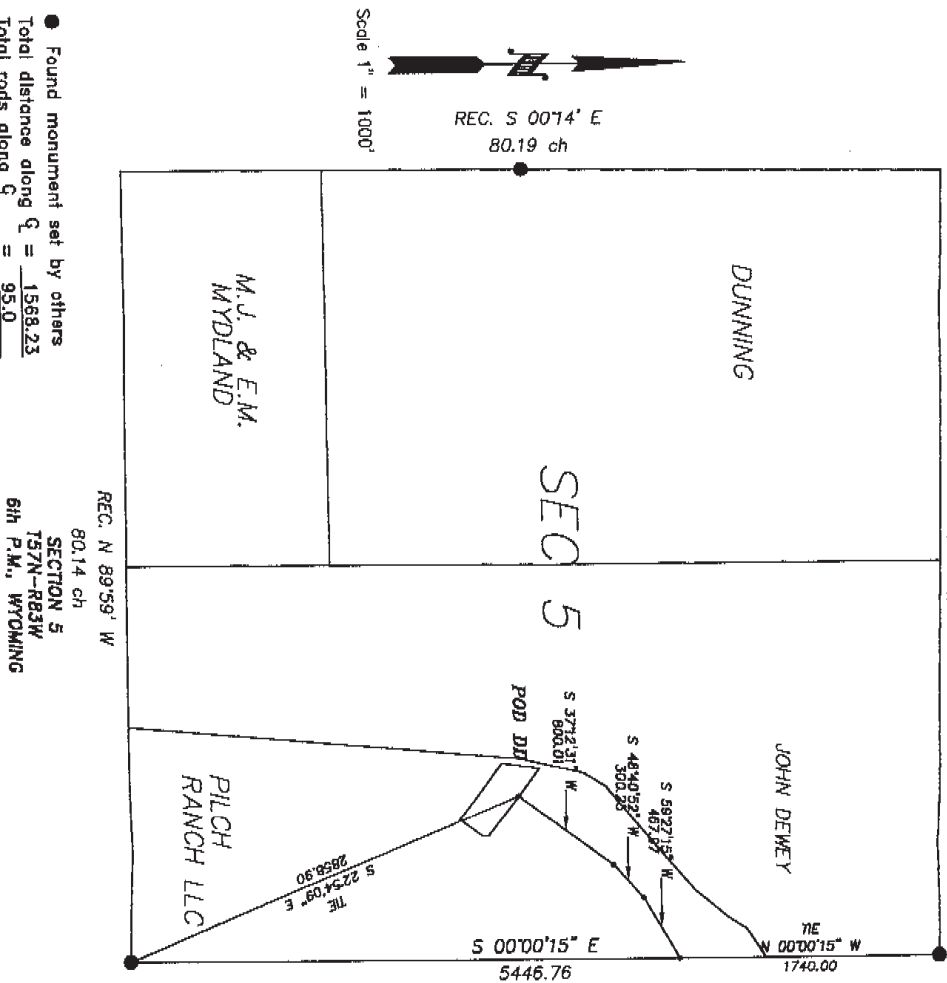
ASBUILT MAP
OF
10" Steel Gas Line
POD "K" to POD "DD"
RIGHT OF WAY EASEMENT
SECTION 4, T 57 N, R 83 W
applicant:
Bear Paw Energy, LLC,
856 Coffeen Avenue
Sheridan, WY 82801

~SEAL~ Date: 10/04/2001 By: ILW Job no. 200019
Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming

Exhibit "A"
to
Right of Way Agreement
dated February 13, 2001
between
Pilch Ranch, LLC and Bear Paw Energy, LLC

514

● Found monument set by others
Total distance along $\bar{L} = \frac{1568.23}{95.0}$
Total rods along $\bar{L} = 1.8$ ACRES \pm
Apparent recorded ownership: Pilch Ranch LLC



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 work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.

STATE OF WYOMING
COUNTY OF NATRONA
} SS
SURVEYOR'S CERTIFICATE

10" STEEL GAS LINE
POD "K" to POD "DD"
RIGHT-OF-WAY DESCRIPTION

A strip of land for the purpose of right of way located in Section 5, T. 57 N., R. 63 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. 105+42.68) on the East line of Section 5, from which the Northeast corner of Section 5 (Sta. 157N, R63W, bears N00°00'15" W a distance of 1740.00 feet;

thence: S59°27'15" W, 467.97 feet, to a point (Sta. 110+10.83);

thence: S46°40'32" W, 300.25 feet, to a point (Sta. 113+11.08);

thence: S37°12'31" W, 800.01 feet, to a point (Sta. 121+11.08);

centerline, from which the Southeast corner of Section 5, (Sta. 157N, R63W, bears S22°54'09" E a distance of 2858.90 feet;

Said right of way is 1568.23 feet in length, 95.0 rods, and contains 1.8 Acres \pm .

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

~SEAL~ Date: 10/04/2001 By: TLW Job no: 200019

ASBUILT MAP
OF
10" Steel Gas Line
POD "K" to POD "DD"
RIGHT OF WAY EASEMENT
SECTION 5, T 57 N, R 63 W

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

Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming