

Initialed For Identification _____

RECORDED JANUARY 31, 2002 BK 430 PG 616 NO 399057 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: Don C. and Betty Ann Malli
With an address of: PO Box 66, Arvada, WY 82831

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:

T55N, R76W, 6th P.M., Sheridan County, Wyoming
SECTION 32: SESE

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 5th day of Nov, 2001

[Signature]
[Signature]

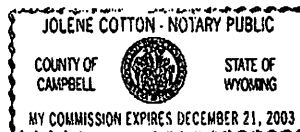
State of Wyoming
County of Sheridan

The foregoing instrument was acknowledged before me this 5th day of Nov, 2001
by Don C. Malli & Betty Ann Malli

Witness my hand official seal

[Signature]
Notary Public

My commission expires December 21, 2003



W.O. 3084

(2445)

“EXHIBIT A”

Don C. and Betty Ann Malli

T55N, R76W, 6th P.M., Sheridan County, Wyoming
SECTION 32: SESE

Beginning at the SW corner of Section 33, T55N, R76W, Sheridan County, Wyoming, (POINT OF BEGINNING); thence bearing approximately N82°12'W for an approximate distance of 125', to the point where Powder River Energy Corporation's new three-phase overhead power line begins on Malli property (TRUE POINT OF BEGINNING).

The new three-phase overhead power line continues from this point bearing approximately N01°23'W for an approximate distance of 641', where the power line crosses off of Malli property (POINT OF ENDING), this point being located on an approximate bearing of N11°43'W and at an approximate distance of 655' from the SW corner of Section 33, T55N, R76W, Sheridan County, Wyoming.

The above description is for a three-phase 24.9/14.4kV overhead power line "Right-of-Way", 30' in width, being 15' on either side of centerline extending an approximate total distance of 641 feet.

