

Right of Way Easement for Overhead Power Line

Mike Gorzalka whose address is 498 Wolf Creek Road, Ranchester, WY 82839 hereinafter referred to as ("Owner") hereby grants to Powder River Energy Corporation, hereinafter referred to as ("Cooperative") whose address is P. O. Box 930, Sundance, WY 82729-0930 and to its successors and assigns an easement 30 feet in width, being 15 feet on each side of the centerline shown on attached Exhibit "A" to construct, operate, change framing and voltage and maintain an overhead electric line and associated facilities and equipment.

The easement affects the following described land:

T55N, R82W, 6th P.M., Sheridan County, Wyoming
SECTION 29: W1/2SE1/4, SE1/4SW1/4
As shown on the attached map marked "Exhibit A".

All poles, wires and other facilities and equipment installed at the Cooperative's expense on the above said described lands shall be and remain the property of the Cooperative, removable by the Cooperative upon termination of services to or through said lands.

Before construction of the power line, Cooperative shall consult with and obtain the consent of Owner prior to removing or damaging any trees that are within the right-of-way; however once the power line is constructed the Cooperative reserves the right to cut and trim trees and shrubberies that may interfere with or threaten the operation and maintenance of said lines, facilities and equipment without consulting or obtaining permission of Owner.

Unless otherwise agreed by Owner, access to the easement shall be limited to the above-described right of way.

Cooperative will restore, reseed, and rehabilitate any areas disturbed by Cooperative's activities on the easement within 6 months after the date the surface disturbing activities occur, weather permitting.

Cooperative will not allow any debris to be discarded on the easement, and Cooperative will be responsible to clean up debris along the easement for which Cooperative or Cooperative's invitees are responsible.

"Owner" does not warrant title to the property, and this easement is granted subject to all existing rights, mortgages, and liens.

If any portion of the easement area is included within the area covered by any pipeline easement or other right of way granted by Owner, Cooperative will not unreasonably interfere with the easement holder's rights under that easement or right of way.

To the maximum extent permitted by law, Cooperative shall indemnify, defend, and hold harmless Owner, its officer, directors, shareholders, and tenants from any and all claims, demands, or causes of action arising out of the use of the easement by Cooperative.

None of Cooperative's employees, authorized agents, invitees, or any other person under the direction or control of Cooperative shall be permitted to smoke (except while inside a vehicle) or carry firearms or any weapon while on the easement. No hunting, camping, or open fires by Cooperative or its employees, authorized agents, invitees or other persons under the direction or control of Cooperative shall be permitted on the easement at any time. Cooperative shall not use explosives on the easement. Cooperative will notify all of its contractors, agents, employees, and invitees that no dogs, firearms, weapons, hunting, camping, or open fires are permitted on the easement.

Abandonment of electric line by Cooperative for a period of twelve (12) consecutive months will result in rights granted herein reverting to Owner. In the event Cooperative should abandon the facilities constructed within the boundaries of the easement for a period of one year or more, Owner shall have the right to request Cooperative to remove all improvements within the easement and file a release. Upon such notification, Cooperative shall file a release and remove all improvements unless Cooperative can legitimately characterize the facilities

constructed within this easement as necessary for future development or for members other than Owner.

Dated this 25th day of September, 2008.

By: Mike Gorzalka
Mike Gorzalka

Powder River Energy Corporation

By: Cindy Sicles
Title: Right of Way Agent

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me by Mike Gorzalka this 25th day of September, 2008.

Witness my hand and official seal.

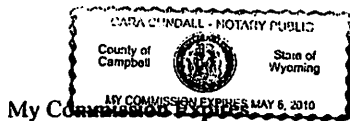
Mark J. Murphy
Notary Public

My Commission Expires: October 1, 2012

STATE OF Wyoming)
) ss.
COUNTY OF Campbell)

The foregoing instrument was acknowledged before me by Cindy Sicles the Right of Way Agent of Powder River Energy Corporation this 9 day of Oct, 2008.

Witness my hand and official seal.



Dana C. McDall
Notary Public

Gorzalka Easement

T55N, R82W, 6th P.M., Sheridan County, Wyoming

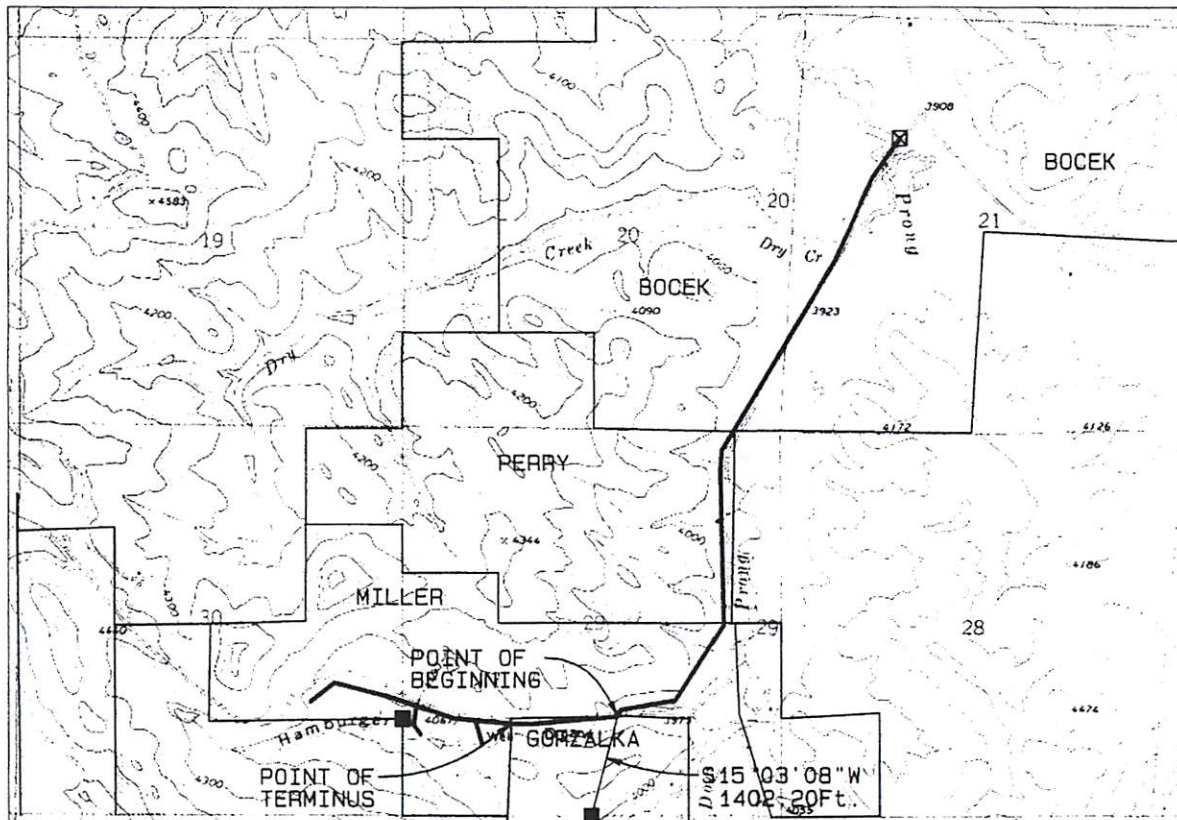
Section 29: W1/2SE1/4, SE1/4SW1/4

Beginning at a point on Powder River Energy Corporation's overhead power line, from which the South ¼ corner of Section 29, T55N, R82W bears South 15°03'08" West, a distance of 1402.20 feet from the POINT OF BEGINNING; thence along the centerline of an easement, the bearings and distances of which are approximate, South 30°06'44" West, a distance of 10.07 feet; thence South 85°05'31" West, a distance of 1195.01 feet; thence North 89°31'56" West, a distance of 267.67 feet; thence North 85°03'07" West, a distance of 24.36 feet to the POINT OF TERMINUS.

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 1497.10 feet, including but not limited to any and all meter poles, anchors and guy structures that are affixed to the power line and located by necessity outside of the herein described 30 foot right-of-way corridor.

EXHIBIT A

Mike Gorzalka



Map created with TOPO! 8 ©2003 National Geographic (www.nationalgeographic.com/topo)

LEGEND

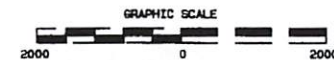
- ☒ TAP @ EXISTING THREE PHASE
- ⬤ POWER DROP
- FOUND SECTION CORNER
- WELL

POWER LINE BASEMENT PLAN STATE 9 POD GORZALKA

SEC 20, 21, 29, 30 T55N, R82W ALL IN 6TH PM

NORTH PARK ENGINEERING &
CONSULTING, INC.

P.O. BOX 305
MALDEN, CO 80480
(970) 723-3725



Basis of Bearings: ASTRONOMIC
(using Static/RTK GPS methods)

DRAWING FILE: STATE 9
DATE: 4/24/08

MEAS'D BY: G. STONE
DRAWN BY: G. STONE
CHECKED BY: R. MILLER

NO: 71444
PAGE 3 of 3

SCALE: 1" = 2000'