

**MONTANA-DAKOTA UTILITIES CO.
COMBINATION ELECTRIC, CABLE TELEVISION AND GAS EASEMENT**

THIS EASEMENT, made this 8th day of May, 1996, between MONTANA-DAKOTA UTILITIES CO., A DIVISION OF MDU RESOURCES GROUP, INC., a corporation, 400 North Fourth Street, Bismarck, North Dakota, and SHERIDAN CABLEVISION, A DIVISION OF METROVISION PROPERTIES, INC., 140 East Loucks Street, Sheridan, Wyoming, hereinafter called "COMPANIES", its successors and assigns, and the following-named persons, hereinafter, whether singular or plural, called "OWNER", namely:

CASEY C. GOODMAN, and SUSAN M. GOODMAN, husband and wife
649 BURTON, SHERIDAN, WYOMING 82801

WITNESSETH, that for valuable consideration received, OWNER does hereby grant, bargain, sell and convey unto COMPANY, its successors and assigns, an easement 20 feet in width, being 10 feet left and 10 feet right of the centerline as laid out and/or surveyed, or as finally installed on the hereinafter described lands, and the right to construct, reconstruct, increase the capacity of, operate, maintain, repair and remove one electric line, consisting of pole structures supporting one or more power circuits, and television cable distribution systems, together with crossarms, cables, communications lines, wires, guys, supports, anchors, fixtures, and such other structures, installations and facilities used in the construction, reconstruction, operation, increasing the capacity of, maintenance, repair and removal of said electric line, and television cable distribution systems, and to cut and trim trees and shrubbery located within 10 feet of the centerline of said line or where it may interfere with or threaten to endanger the operation or maintenance of said line, and to license, permit or otherwise agree to the joint use or occupancy of the line by any other persons, associations or corporations. Said line may be constructed either overhead, as described above, or underground, or the said line, if constructed overhead, may be converted from overhead to an underground line at some future time.

OWNER additionally grants COMPANIES, its successors and assigns, the right to construct, increase the capacity of, operate, maintain, repair, remove and replace a gas pipeline or lines, including necessary pipes, poles, and fixtures, and a buried or semi-buried electric distribution system, street lighting system, and television cable distribution systems, or any combination thereof including the necessary cables, pedestals, transformers, transformer bases and other fixtures and apparatus in connection therewith. Said Combination Electric, Cable Television, and Gas lines may be located through, over, under, and across the following-described real estate, situated in the County of SHERIDAN, State of

WYOMING, namely:

foot

A Twenty (20) wide easement strip lying in the Tract Seventeen (17), of Roberts Subdivision in the Southeast Quarter (SE1/4) of Section Twenty-two (22), T-55N., R-84W., of the 6th P.M., and said easement strip being Ten (10) feet on each side of the following center line description;

Beginning at the Northwest corner of said Tract Seventeen (17); thence East along the South Property line of said Tract Seventeen (17) a distance of Thirty-eight and Eight Hundredths (38.08) feet to the true point of beginning; thence S00°36'46.3"W., a distance of Thirty (30) feet to the point of termination.

OWNER, its successors and assigns, agrees not to build, create or construct or permit to be built, created, or constructed any obstruction, building, engineering works or other structures upon, over, or under the strip of land herein described or that would interfere with said electric line, gas line, or COMPANIES' rights hereunder.

OWNER hereby grants to COMPANIES, its successors and assigns, the right at all reasonable times to enter upon said premises for the purpose of laying, constructing, reconstructing, increasing the capacity of, maintaining, converting to underground, operating, replacing, repairing or removing said electric line, cable television systems, communication lines, gas line, or underground line and for the purpose of doing all necessary work in connection therewith.

Said electric line and every part thereof shall be confined to the area granted under this Easement, except that the COMPANIES shall have the right of placing and maintaining guys and anchors at greater distance from said centerline where necessary to support said electric line.

COMPANIES agrees that it will pay any and all damages that may result to the crops, fences, buildings, and improvements on said premises caused by laying, constructing, reconstructing, increasing the capacity of, maintaining, converting to underground, operating, replacing, repairing or removing said electric line, gas line, or underground lines. The damages, if not mutually agreed upon, may be determined by three disinterested persons, one to be selected by COMPANIES and one by OWNER; these two shall select a third person. The award of these three persons shall be final and conclusive.

If the herein described lands are in the State of North Dakota, this Easement is limited to a term of 99 years.

If the herein described lands are in the State of Wyoming, OWNER does hereby release and waive all rights under and by virtue of the homestead exemption laws of that state.

IN WITNESS WHEREOF, OWNER has executed this Easement as of the day and year first above written.

Casey C. Goodman
Casey C. Goodman

Susan M. Goodman
Susan M. Goodman

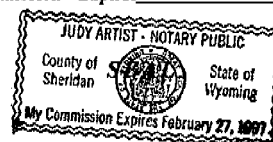
STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

On this the 8th day of May, 1996 before me personally appeared
Casey C. Goodman and Susan M. Goodman

known to me, or satisfactorily proved to be the person C described in and who executed the above and foregoing instrument and acknowledged to me that they executed the same (known to me to be the

and
respectively, of the corporation that is described in and that executed the foregoing instrument, acknowledged to me that such corporation executed the same.)

Judy Artist
Notary Public, Sheridan County,
State of Wyoming
My commission Expires 2/27/97



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CCE Sheridan