

RIGHT OF WAY AGREEMENT

628

KNOW ALL PERSONS BY THESE PRESENTS that the undersigned ("OWNER", whether one or more), for and in consideration of Ten and More Dollars (\$10.00+) in hand paid, the receipt and sufficiency of which are hereby acknowledged, does hereby grant, sell convey and warrant unto Bear Paw Energy, LLC, 1400 16th Street, Suite 310, Denver, Colorado 80202, its successors and assigns forever ("GRANTEE") a right of way Sixty feet (60') in width during construction, reverting to a Thirty feet (30') in width permanent right of way easement for the purpose of laying, constructing, maintaining, operating, inspecting, repairing, replacing, protecting, and removing a pipeline or pipelines, and other appurtenances (including cathodic protection equipment, valves, vents, test leads, drips, line markers, taps and other surface and subsurface facilities appurtenant thereto) for the transportation of methane gas, natural gas, and water, upon and along a route to be selected by GRANTEE in consultation with OWNER on, under and across lands of OWNER, situated in the County of Sheridan, State of Wyoming, described as follows:

Township 57 North, Range 83 West, 6th P.M.

Section 6: SW1/4SE4 Section 7: NE4 Section 8: SW4
Section 17: N2NW4 Section 18: NE4NE4

More particularly shown on survey Exhibit "A" attached hereto and made a part hereof

Together with an easement for unrestricted rights of ingress and egress to, from and along said pipeline(s) and facilities and adjacent facilities of Grantee on, over and across said lands and adjacent lands of OWNER, and GRANTEE shall have all privileges necessary or convenient for the full use and enjoyment of the rights herein granted.

GRANTEE may rerecord this Right of Way Agreement attaching a plat as Exhibit "A" (incorporated herein by reference) of the actual route of the facilities constructed hereunder and/or of the ingress/egress easement to further identify the locations thereof.

GRANTEE shall bury the top of its gas and water pipeline(s) to a minimum depth of 42 inches. GRANTEE shall restore the land as soon as practicable after the pipelines are completed. Restoration shall be made as near as practicable to the condition when GRANTEE first entered onto the land.

OWNER, their successors and assigns, reserves all oil, gas and minerals on and under said lands, if any, and the right to farm, graze and otherwise fully use and enjoy said lands, provided OWNER agrees not to construct or create any obstruction, structure or engineering work on the herein-granted right of way that will interfere with the rights and interests of GRANTEE herein-granted, and provided further that GRANTEE shall have the right hereafter to cut and keep clear all trees, brush, and obstructions from the herein-granted right of way and ingress/egress easement. GRANTEE agrees to pay OWNER or any tenant, as their interests may appear, for actual damages to crops, pasture, timber, fences and other improvements on said premises which may arise from exercise of the rights herein granted, provided GRANTEE shall not be liable for damages for future clearing of the right of way and ingress/egress easement in exercise of the rights herein granted.

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

GRANTEE, it's contractors, subcontractors, agents, and or assigns agree to comply with the construction consideration and requirement as shown on Exhibit "B" attached to and made a part hereof.

GRANTEE shall indemnify, defend and hold harmless OWNER from any and all claims, demands, causes of action, or liability for damages, loss or injuries that arise out of GRANTEE'S operations on the land. The parties agree that in no event shall either be liable for special, exemplary, consequential or other indirect damages to the other, and all such damages are hereby waived to the extent permitted by law.

It is further agreed that GRANTEE may at any time lay an additional line or lines or other facilities alongside the first line upon payment of the same consideration per lineal rod for each as was paid for this right of way with the same rights and subject to the same conditions.

OWNER represents that the above-described land is not rented for the period beginning May 15, 2002 and ending July 31, 2002 on a cash or crop basis.

This instrument constitutes the entire agreement and understanding of the parties and supersedes all prior understandings, negotiations and agreements of the parties related to the subject matter hercof.

TO HAVE AND TO HOLD said right of way and easement unto said GRANTEE, its successors and assigns for so long as same are used for the purposes herein granted. All provisions hereof are appurtenant to, run with and burden the above-described land, and are binding upon and inure to the benefit of the successors, assigns, heirs, executors, administrators and other legal representatives of each of the parties.

Executed this 22 day of May, 2002

OWNERS: Elmer Milton Mydland
Elmer Milton Mydland

Mervin J. Mydland
Mervin J. Mydland

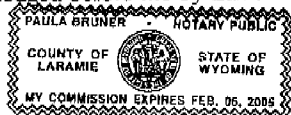
GRANTEE: Bear Paw Energy,
By: Rick Srikijkarn
Rick Srikijkarn, Attorney in Fact

STATE OF WYOMING)
) ss.
COUNTY OF Laramie)

The foregoing instrument was acknowledged before me by Elmer Milton Mydland and Mervin J. Mydland, this 22 day of May, 2002.

Witness my hand and official seal.

My commission expires: Feb. 6, 2005



Paula Bruner
Notary Public

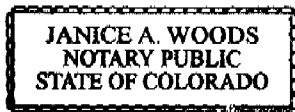
STATE OF COLORADO)
) ss
COUNTY OF ADAMS)

The foregoing instrument was acknowledged before me by Rick Srikijkarn, known to me to a Attorney in Fact for Bear Paw Energy, LLC this 3rd day of June, 2002.

Witness my hand and official seal.

My Commission expires: 7-28-05

Janice A. Woods
Notary Public



My Commission Expires July 28, 2005

SCALE 1"=1000'

GLO NORTH
80.00 ch

R 84 W
R 83 W

SEC 7

GLO S 89°46' E
79.63 ch

19.54 ch
GLO N 89°54' E
20.00 ch
N 89°36'49" E
1350.10
S 89°07'52" E

GLO N 89°54' E
40.00 ch
N 89°42'52" E
T 57 N

2657.54
19+11.89
18+06.34
16+55.31
13+30.61
9+22.12
7+89.92
2+08.36
0+00.00
7M-7
L1
L2
L3
L4
L5
L6
M.J. & E.M.
MYDLAND

N 00°55'38" E
2704.51
GLO NORTH
80.00 ch
N 00°55'35" E
2703.94

L LINE TABLE

NO.	BEARING	DISTANCE
L1	N 14°48'15" E	309.36
L2	N 03°15'25" W	380.06
L3	N 19°10'19" E	132.20
L4	N 31°32'48" E	406.48
L5	N 01°32'27" W	258.55
L6	N 01°43'20" W	151.03
L7	N 00°30'35" E	105.55

● Found monument set by others
Total distance along E = 1911.89
Total rods along E = 115.9
Total area along E = 2.19 ACRES ±
Apparent recorded ownership: M.J. & E.M. Mydland

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

POD "L" GATHERING
RIGHT OF WAY EASEMENT
W/2, NE/4 SECTION 7, T57N, R83W,
OF THE 6th PRINCIPAL MERIDIAN
SHERIDAN COUNTY, WYOMING

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

Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming
~SEAL~ Date: 6/28/2002 By: TLW Job No: 20019

CENTERLINE DESCRIPTION

FOR
GAS PIPELINE
RIGHT-OF-WAY
W/2, NE/4 SECTION 7, T 57 N, R 83 W

A strip of land for the purpose of a pipeline right-of-way located in the W/2, NE/4 Section 7, 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 on the centerline of said R-O-W at Sta. 0+00.00, from which the East 1/4 corner of Section 7 T57N, R83W bears S87°57'40"E, 2281.10 feet;
thence: N 14°48'15" W, along said R-O-W centerline for 309.36 feet to Sta. 2+08.36;
thence: N 03°15'25" W, along said R-O-W centerline for 380.06 feet to Sta. 7+89.92;
thence: N 19°10'19" E, along said R-O-W centerline for 132.20 feet to Sta. 9+22.12;
thence: N 31°32'48" E, along said R-O-W centerline for 406.48 feet to Sta. 13+30.61;
thence: N 01°32'27" W, along said R-O-W centerline for 258.55 feet to Sta. 16+55.31;
thence: N 01°43'20" W, along said R-O-W centerline for 151.03 feet to Sta. 18+06.34;
thence: N 00°30'35" E, along said R-O-W centerline for 105.55 feet to Sta. 19+11.89, on the North line of Section 7 T57N, R83W, from which the Northeast corner of Section 7 T57N, R83W, bears N89°42'52"E, 2012.77 feet.
Said right of way is 1911.89 feet in length, or 115.9 rods, and contains 2.19 acres ±.
Basis of bearings are Grid bearings based on GPS observations. Based on the Wyoming State Plane Coordinate System East Central Zone NAD 83.

SCALE 1"=1000'

GLO NORTH
80.00 ch

R 84 W
R 83 W

SEC 7

GLO S 89°48' E
79.63 ch

19.54 ch
GLO N 89°54' E
20.00 ch
N 89°36'49" E
S 89°07'52" E
1350.10

N 89°42'52" E
N 89°42'52" E
2657.34
T 57 N
1298.48
8+66.49
13+26.32
0+00.00
1+69.26
2+85.36
3+48.81
4+48.81
5+48.81
6+48.81
7+48.81
8+48.81
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M.J. & E.M.
MYDLAND

N 00°55'38" E
2704.51
GLO NORTH
80.00 ch
N 00°55'35" E
2703.94

GLO N 89°54' E
40.00 ch
N 89°42'52" E
2657.34
T 57 N

CENTERLINE DESCRIPTION
FOR
GAS PIPELINE
RIGHT-OF-WAY
N/2, NE/4 SECTION 7, T 57 N, R 83 W

A strip of land for the purpose of a pipeline right-of-way located in the N/2, NE/4
Section 7, 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 of a point on the centerline of said R-O-W of Sta. 0+00.00, from which the
Nearest corner of Section 7 157N, R83W bears N89°30'30"E, 988.22 feet;

thence: N 28°37'37" W, along said R-O-W centerline for 189.76 feet to Sta. 1+69.76;
thence: N 44°40'18" W, along said R-O-W centerline for 115.90 feet to Sta. 2+85.66;
thence: N 87°37'40" W, along said R-O-W centerline for 63.45 feet to Sta. 3+49.11;
thence: S 85°25'50" W, along said R-O-W centerline for 517.88 feet to Sta. 8+66.99;
thence: S 77°54'40" W, along said R-O-W centerline for 459.83 feet to Sta. 13+26.82,
being the end of said R-O-W centerline, from which the North 1/4 corner of Section 7 157N,
R83W, bears N82°17'34"W, 846.28 feet.

Said right of way is 1298.32 feet in length, or 80.4 rods, and contains 1.82 acres ±.
Basis of bearings and GCS bearings based on GPS observations. Based on the Wyoming State
Plane Coordinate System East Central Zone NAD 83.

SURVEYOR'S CERTIFICATE

STATE OF WYOMING }
COUNTY OF NATRONA } SS

WORTHINGTON, LENHART & CARPENTER, INC.

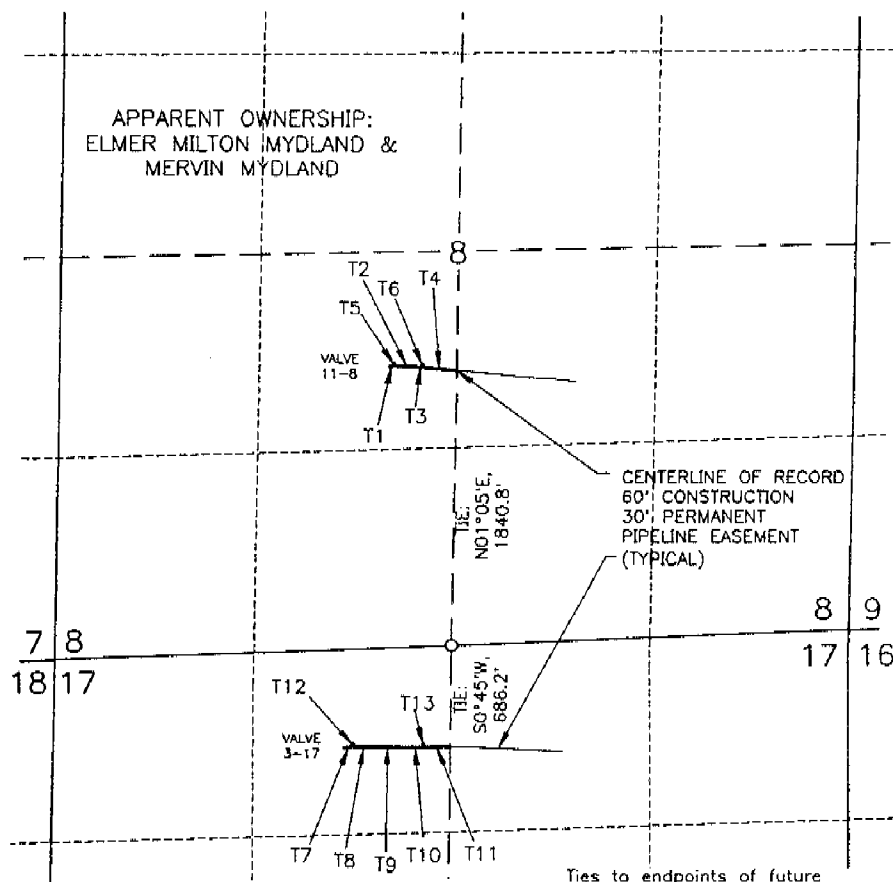
P.O. BOX 1056, GILLETTE, WYOMING 82717

Client Bear Paw Energy, LLC Address 856 Coffeen Avenue
City Sheridan State Wyoming Zip 82801

PROPERTY LOCATION PLAT

NE1/4SW1/4 Section 8, T. 57 N., R. 83 W., 6th Principal Meridian, Wyoming
NE1/4NW1/4 Section 17, T. 57 N., R. 83 W., 6th Principal Meridian, Wyoming
County SHERIDAN State WYOMING

PRAIRIE DOG CREEK FIELD



TANGENT TABLE

T1	N76°36'E, 33'
T2	S87°44'E, 173'
T3	S82°28'E, 16'
T4	S84°42'E, 233'
T5	N01°15'E, 16' (future line)
T6	N00°07'E, 23' (future line)
T7	N84°02'E, 61'
T8	N89°26'E, 147'
T9	S88°23'E, 166'
T10	N89°21'E, 157'
T11	N89°21'E, 180'

Ties to endpoints of future lines from the S1/4 of Sec. 8:
T5 N11°34'W, 1925.6'
T6 N05°58'W, 1895.4'
T12 S45°02'W, 937.9'
T13 S15°50'W, 692.4'

Footage 1252
Rods 75.88
Mileage 0.237
Acreage 0.862



SCALE: 1"=1000'

BASIS OF BEARING:
MODIFIED NAD 83

WYOMING EAST CENTRAL ZONE

Date: 1/16/03
W.O. No. 11203
Acad File: 11203.dwg
Landowner: Mydland
SHEET 1 OF 1

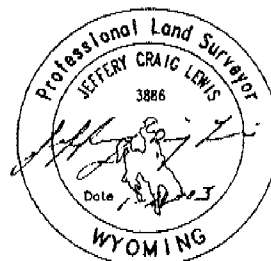


EXHIBIT "A"

WORTHINGTON, LENHART & CARPENTER, INC.

P.O. BOX 1056, GILLETTE, WYOMING 82717

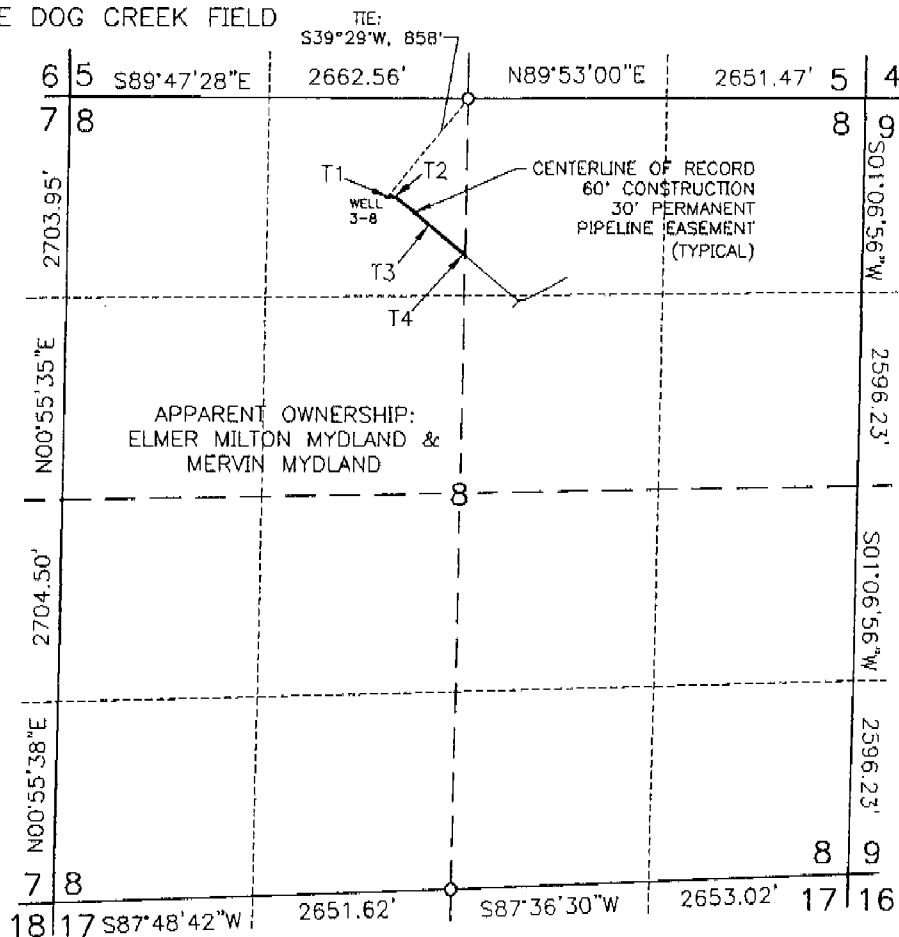
Client Bear Paw Energy, LLC FOR 856 Coffeen Avenue
 City Sheridan State Wyoming Zip 82801

PROPERTY LOCATION PLAT

NE1/4NW1/4 Section 8, T. 57 N., R. 83 W., 6th Principal Meridian, Wyoming

County SHERIDAN State WYOMING

PRAIRIE DOG CREEK FIELD



TANGENT TABLE

T1 N73°29'E, 33'
 T2 S72°20'E, 37'
 T3 S50°00'E, 569'
 T4 S49°38'E, 31'

Footage 670
 Rods 40.61
 Mileage 0.127
 Acreage 0.461



SCALE: 1"=1000'
 BASIS OF BEARING:
 MODIFIED NAD 83
 WYOMING EAST CENTRAL ZONE

Date: 8/21/02
 W.O. No. 11099
 Acad File: 11099.dwg
 Landowner: Mydland
 SHEET 1 OF 1

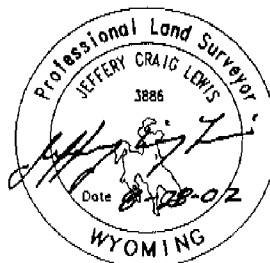


EXHIBIT "A"