



WARRANTY DEED

John E. McWilliams and Mary Ellen McWilliams, Trustees of the Second Amended and Restated McWilliams Living Trust, U/A dated June, 18 2009, formerly Trustees under the John E. and Mary Ellen McWilliams Trust Agreement dated January 18, 1985, and any amendments thereto, Grantors, whose address is 1004 Big Goose Road, Sheridan, Wyoming 82801, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid, CONVEY AND WARRANT TO David Nelson and Janann Nelson, husband and wife, and Dennis Nelson and Nancy Nelson, husband and wife, Grantees, as Tenants in Common, whose mailing address is 900 Big Goose Road, Sheridan, Wyoming 82801, the following described real estate, situate in the County of Sheridan, and State of Wyoming, to-wit:

See attached Exhibit "A", incorporated herein by this reference.

TOGETHER WITH all buildings, improvements, and fixtures situate on the above-described property and all fences, gates, corrals, windmills, pumps, water and irrigation systems, weirs, cattle guards, stock tanks, stock watering systems, water lines, fence panels, panel gates, chutes, and all water and water rights, ditches and ditch rights, reservoirs and reservoir rights appurtenant to, used on, or located on the above described property and together with all easements and appurtenances belonging thereto.

SUBJECT TO all easements, reservations, covenants and restrictions, if any, of record; and,

FURTHER SUBJECT TO discrepancies, conflicts in boundary lines, shortage in area, encroachments, and any facts which a correct survey and inspection of the premises would disclose and which are not shown in the public records.

RESERVING unto the Grantors, one-half (1/2) of all oil, gas, coal and other minerals in and under said real property, together with the right to enter upon said lands for the purpose of exploring for, drilling, mining or removing such minerals, and together with so much of the surface as may be necessary and incidental thereto, but the owner of the surface shall be reasonably compensated for any damage thereto.

FURTHER RESERVING unto the Grantors an access easement from their property described in Exhibit B to the #9 Ditch for the construction and maintenance of a ditch to convey irrigation water to Grantors' reserved lands, the exact legal description for which will be determined by survey after construction of the ditch.

The property described in Exhibit A is subject to a provision that no residence or other structure shall be built by Grantees or their successors or assigns within One Hundred Fifty (150) yards of the property line between the property sold to Grantees (Exhibit A) and that reserved by Grantors (Exhibit B). This restriction shall terminate only upon Grantees acquiring Grantors' adjoining Exhibit B property.

The property described in Exhibit B is subject to a right of first refusal in favor of Grantees, the terms of which are set forth in an unrecorded Sale and Purchase Agreement between the parties dated the 21st day of December 2012.

Hereby releasing and waiving all rights under and by virtue of the homestead exemption laws of the State of Wyoming.

DATED this 28th day of December, 2012.

John E. McWilliams and Mary Ellen
McWilliams, Trustees of the Second
Amended and Restated McWilliams Living
Trust, U/A dated June, 18 2009, formerly
Trustees under the John E. and Mary Ellen
McWilliams Trust Agreement dated January
18, 1985, and any amendments thereto

[Signature]
John E. McWilliams, Trustee (Grantor)

[Signature]
Mary Ellen McWilliams, Trustee (Grantor)

STATE OF WYOMING)
County of Sheridan) ss.

This instrument was acknowledged before me on the 28th day of December,
2012, by John E. McWilliams and Mary Ellen McWilliams, Trustees of the Second
Amended and Restated McWilliams Living Trust, U/A dated June, 18 2009,
formerly Trustees under the John E. and Mary Ellen McWilliams Trust Agreement
dated January 18, 1985, and any amendments thereto, Grantors

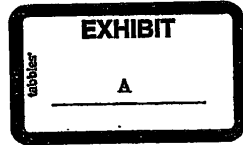
(SEAL)

My Commission



[Signature]
Signature of Notarial Officer
Title and Rank: Notary Public
12/28/12

[Handwritten initials]

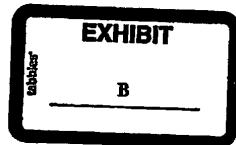


90.28 Acre Tract

A tract of land located in the SW1/4SE1/4 of Section 8, the NE1/4NW1/4, the NW1/4NE1/4, the SE1/4NW1/4, and the SW1/4NE1/4 of Section 17, T55N, R85W, of the 6th P.M., Sheridan County, Wyoming, being more particularly described as follows:

Beginning at the Southeast corner of said SW1/4SE1/4 of Section 8; thence along the East line of the W1/2NE1/4 of Section 17, S00°02'31"W, 2637.79 feet to the Southeast corner of said SW1/4NE1/4 of Section 17; thence along the South line of said SW1/4NE1/4, N89°57'31"W, 1031.44 feet to a point on the East line of a tract of land described in Book 411, Page 301 of the records of Sheridan County; thence along said East line N03°36'31"E, 14.57 feet to a 1-1/2" aluminum cap, LS 5369; thence N03°36'31"E, 98.13 feet to a 1-1/2" aluminum cap, LS 5369; thence N70°34'09"W, 435.94 feet to a 1-1/2" aluminum cap LS 5369; thence N06°25'30"W, 171.02 feet to a 1-1/2" aluminum cap, LS 5369; thence N73°41'13"W, 119.36 feet to a 1-1/2" aluminum cap, LS 5369; thence leave said tract, North, 590.16 feet; thence N26°55'00"E, 955.24 feet; thence N11°57'03"E, 1241.64 feet to a point in the center of Big Goose Creek; thence along said center of Big Goose Creek the following courses and distances; S80°44'46"E, 39.93 feet; S84°02'39"E, 134.85 feet; N79°56'13"E, 100.39 feet; N80°54'08"E, 118.26 feet; N43°38'54"E, 128.33 feet; N41°33'28"E, 18.87 feet; N75°56'23"E, 146.50 feet; S87°32'24"E, 65.82 feet; N79°17'59"E, 41.08 feet; S36°19'38"E, 196.09 feet; S38°42'57"W, 147.04 feet; S41°20'04"W, 43.07 feet; S07°00'25"W, 16.48 feet; S49°48'02"E, 37.45 feet; N79°26'55"E, 45.12 feet; and N66°47'12"E, 84.93 feet to a point on the East line of said SW1/4SE1/4 of Section 8; thence leaving said center of Big Goose Creek S00°17'10"W, 339.93 feet to the point of beginning, said tract having an area of 90.28 acres, more or less.

gmen
MEM



81.25 Acre Tract

A tract of land located in the SW1/4SE1/4 of Section 8, the NE1/4NW1/4, the NW1/4NE1/4, and the SE1/4NW1/4 of Section 17, T55N, R85W, of the 6th P.M., Sheridan County, Wyoming, being more particularly described as follows:

Beginning at the North 1/4 corner of said Section 17 monumented with a 3-1/4" aluminum cap, LS2615; thence along the West line of said SW1/4SE1/4 of Section 8, N00°20'07"E, 320.66 feet to a point in the center of Big Goose Creek; thence along said center of Big Goose Creek the following courses and distances; N31°05'20"E, 142.48 feet; N51°01'31"E, 63.72 feet; N59°34'55"E, 40.22 feet; N84°58'03"E, 102.90 feet; S83°02'32"E, 74.93 feet; S73°39'01"E, 81.83 feet; and S80°44'46"E, 39.93 feet; thence, leaving said center of Big Goose Creek, S11°57'03"W, 1241.64 feet; thence S26°55'00"W, 955.24 feet; thence South, 590.16 feet to a point on the North line of a tract of land described in Book 411, Page 301 of the records of Sheridan County and monumented with a 1-1/2" aluminum cap, LS5369; thence along said tract along a curve to the right with an arc length of 130.42 feet, a radius of 195.78 feet, a chord bearing of S19°47'43"W, and a chord length of 128.02 feet to a 1-1/2" aluminum cap, LS5369, thence S38°52'45"W, 61.84 feet to a 1-1/2" aluminum cap, LS5369; thence along a curve to the left with an arc length of 68.23 feet, a radius of 124.08 feet, a chord bearing of S23°07'39"W, and a chord length of 67.37 feet to a 1-1/2" aluminum cap, LS5369, thence along a curve to the right having an arc length of 59.62 feet, a radius of 168.05 feet, a chord bearing of S17°32'20"W, and a chord length of 59.31 feet to a 1-1/2" aluminum cap, LS5369, thence S27°42'09"W, 36.54 feet to a 1-1/2" aluminum cap, LS5369; thence along a curve to the right with an arc length of 117.70 feet, a radius of 166.71 feet, a chord bearing of S47°55'46"W, and a chord length of 115.27 feet to a 1-1/2" aluminum cap, LS5369, thence S78°16'16"W, 44.79 feet to a 1-1/2" aluminum cap, LS5369; thence S00°06'30"E, 20.71 feet to a 1-1/2" aluminum cap, LS5369; thence S00°06'30"E, 33.88 feet to a point on the South line of the SE1/4NW1/4 of Section 17; thence along said South line, N89°57'31"W, 827.01 feet to the Southwest corner of the SE1/4NW1/4 of Section 17 monumented with a 5/8" rebar; thence along the West line of said SE1/4NW1/4 of Section 17, N00°02'43"E, 877.63 feet; thence leaving said West line, N89°58'21"E, 41.32 feet to the East right-of-way line of Wyoming State Highway No. 331; thence along said right-of-way N00°15'39"W, 1640.61 feet; thence N89°58'21"E, 25.00 feet; and N00°01'39"W, 125.60 feet to a point on the North line of said Section 17; thence along said North line, S89°58'06"E, 576.79 feet to a 2" aluminum cap, LS 2615; thence S89°56'27"E, 698.61 feet to the point of beginning. Said tract having an area of 81.25 acres, more or less.

[Handwritten signature]