

RECREATIONAL ACCESS AND USE EASEMENT

This Recreational Access and Use Easement is executed by and between **O. Michael McMeans and Vicky L. McMeans**, husband and wife, whose address is P.O. Box 389, Dayton, Wyoming 82836 (referred to herein as "McMeans") and **Shire Valley, LLC**, whose address P.O. Box 297, Dayton, Wyoming 82836 (referred to herein as "Shire Valley").

Recitals

A. McMeans are the owners of lands (referred to herein as "Parcel A"), more particularly described in **Exhibit "A"** attached hereto and made a part hereof, which is subject to a Deed of Conservation Easement dated November 22, 2013, and recorded in Book 544 at Page 174, of the Sheridan County land records (the "Conservation Easement"), attached hereto as Exhibit "A-1" and made a part hereof.

B. Shire Valley is the owner of lands (referred to herein as "Parcel B"), more particularly described in **Exhibit "B"** attached hereto and made a part hereof.

C. The property boundary for Parcel B extends to the East bank of the Tongue River as more fully set forth in Exhibit B. A dispute has arisen between the McMeans and Shire Valley regarding their property boundaries and the legal meaning and extension of the term East bank up to and into the Tongue River and whether that term permits Shire Valley access to the Tongue River.

D. The parties wish to formally enter into this recreational access and use easement and to acknowledge and resolve the property boundary dispute between McMeans and Shire Valley.

E. Sheridan Community Land Trust has approved and consented to the recreational access and use easement described herein.

NOW, THEREFORE, in consideration of the mutual covenants set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

Agreement

1. McMeans does hereby grant to Shire Valley, and its successors and assigns, a perpetual non-exclusive recreational access and use easement for ingress and egress over and across McMeans land from the East Bank of the Tongue River to the center line of the Tongue River for the length of the Johnson/McMeans boundary along the East Bank of the Tongue River.

2. Shire Valley may utilize the above-described easement for ingress and egress into the Tongue River for the purposes of recreation and to pump water out of the Tongue River as long as Shire Valley has a legal permit to pump water for any purpose permitted by the State of

Wyoming, subject to the Conservation Easement. It is the intent of the parties that Shire Valley and its successors and assigns be able to use the above-described easement to fully utilize the Tongue River as indicated in this paragraph, subject to the Conservation Easement.

3. Shire Valley also has the right, but not the obligation, to protect, preserve and maintain the East Bank of the Tongue River. Such maintenance, if any, shall be conducted in accordance with Army Corp of Engineers Standards, in consultation with the Sheridan County Conservation District and shall be approved by the Sheridan Community Land Trust and landowner, such approval shall not be unreasonably withheld.

4. Shire Valley also acknowledges that its property boundary extends to the East Bank of the Tongue River as more fully described in the Final Plat of the McMeans Conservation Subdivision.

5. This easement is nonexclusive and shall not preclude McMeans from using the easement area; provided such use does not unreasonably interfere with the access rights granted to Shire Valley herein.

6. This agreement shall be construed according to the laws of the State of Wyoming. This access easement shall run with the lands described herein and shall be appurtenant to that real property owned by Shire Valley described as Parcel B above.

7. This easement is binding upon the successors and assigns of the parties and shall be a perpetual easement for the benefit of the real property owned by Shire Valley described as Parcel B above.

Dated effective this 26th day of September, 2017.

McMeans:

O. Michael McMeans
O. Michael McMeans

Vicky L. McMeans
Vicky L. McMeans

Shire Valley, LLC

Bradley B. Johnston
Brad Johnston, Member

Wanda J. Johnston
Wanda Johnston, Member

Approval and Consent of Sheridan Community Land Trust

Sheridan Community Land Trust ("SCLT") hereby approves and consents to the above-described recreational access and use easement. SCLT further agrees that Shire Valley may exercise its rights under the above-described easement and that SCLT and its successors and/or assigns will not interfere with Shire Valley's use and enjoyment of the above-described easement so long as such use and enjoyment complies with the terms of the conservation easement.

Sheridan Community Land Trust

By: Michael J. Evers
Title: PRESIDENT

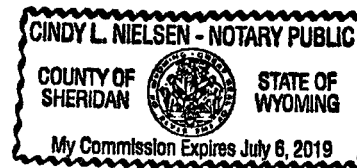
STATE OF WYOMING)
) ss
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 22nd day of September, 2017, O. Michael McMeans and Vicki L. McMeans.

Witness my hand and official seal.

Cindy L. Nielsen
Notary Public

My commission expires: 7.6.19



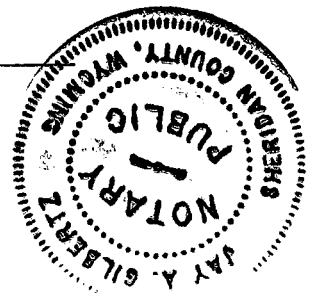
STATE OF WYOMING)
) ss
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 26th day of SEPTEMBER, 2017, by Brad Johnston and Wanda Johnston, members of Shire Valley, LLC.

Witness my hand and official seal.

Jay A. Gilbertz
Notary Public

My commission expires: 12/31/2020





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STATE OF WYOMING)
) ss
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 21st day of September, 2017, by Michael Evers, from the Sheridan Community Land Trust.

Witness my hand and official seal.

Cindy R. Nielsen
Notary Public

My commission expires: 7-6-19

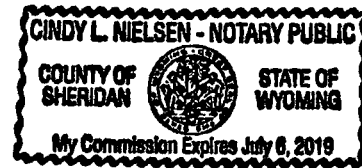
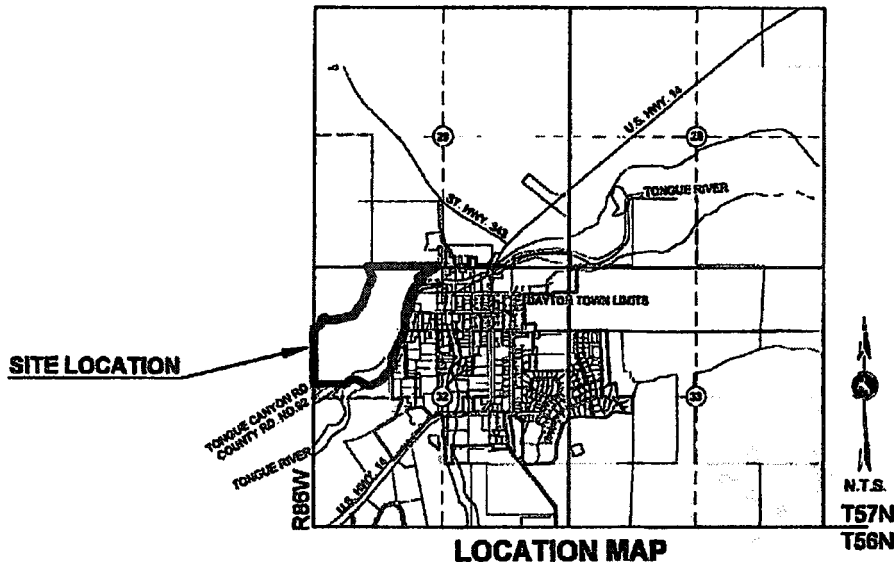




Exhibit A



A TRACT OF LAND SITUATED IN THE NW1/4 OF SECTION 32, TOWNSHIP 67 NORTH, RANGE 86 WEST, 6TH P.M., SHERIDAN COUNTY, WYOMING; SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 2 1/2" ALUMINUM CAP STAMPED LS 10287 MONUMENTING THE WEST 1/16 CORNER COMMON TO SAID SECTION 32 AND SECTION 29; THENCE N89°29'15"E, 1310.93 FEET ON THE NORTH LINE OF SAID SECTION 32 TO THE NORTH 1/4 CORNER OF SAID SECTION 32 MONUMENTED BY A PK NAIL IN THE ASPHALT OF COUNTY ROAD #92; THENCE S00°16'44"E, 11.19 FEET TO A POINT ON THE CENTERLINE OF COUNTY ROAD # 92 AND THE NORTH LINE OF PARCEL "A" DESCRIBED IN BOOK 358, PAGE 285 OF THE SHERIDAN COUNTY RECORDS; THENCE ALONG SAID CENTERLINE AND SAID NORTH LINE THE FOLLOWING THREE COURSES: 1) THENCE S58°04'02"W, 174.75 FEET; 2) THENCE ON A CURVE TO THE RIGHT, WITH AN ARC LENGTH OF 57.86 FEET, A CENTRAL ANGLE OF 08°50'28", A RADIUS OF 375.00 FEET, A CHORD BEARING OF S62°29'16"W, AND A CHORD LENGTH OF 57.81 FEET; 3) THENCE S66°54'30"W, 167.39 FEET; THENCE S23°05'30"E, 105.93 FEET MORE OR LESS TO A POINT ON THE EAST BANK OF TONGUE RIVER; THENCE ON SAID EAST BANK OF TONGUE RIVER THE FOLLOWING 48 COURSES: 1) THENCE S59°47'31"W, 39.57 FEET MORE OR LESS; 2) THENCE S49°14'18"W, 92.51 FEET MORE OR LESS; 3) THENCE S38°50'26"W, 44.72 FEET MORE OR LESS; 4) THENCE S27°58'25"W, 128.40 FEET MORE OR LESS; 5) THENCE S21°09'00"W, 122.60 FEET MORE OR LESS; 6) THENCE S24°11'45"W, 103.82 FEET MORE OR LESS; 7) THENCE S06°38'47"W, 82.07 FEET MORE OR LESS; 8) THENCE S11°07'19"W, 75.03 FEET MORE OR LESS; 9) THENCE S03°41'10"W, 273.03 FEET MORE OR LESS; 10) THENCE S09°01'24"W, 270.41 FEET MORE OR LESS; 11) THENCE S40°57'34"W, 101.13 FEET MORE OR LESS; 12) THENCE S47°13'20"W, 71.03 FEET MORE OR LESS; 13) THENCE S32°21'16"W, 43.73 FEET MORE OR LESS; 14) THENCE S08°20'06"E, 10.17 FEET MORE OR LESS; 15) THENCE S33°08'54"W, 80.98 FEET MORE OR LESS; 16) THENCE S25°24'28"W, 90.99 FEET MORE OR LESS; 17) THENCE S09°35'06"W, 52.79 FEET MORE OR LESS; 18) THENCE S18°11'04"W, 175.64 FEET MORE OR LESS; 19) THENCE S53°48'00"W, 18.77 FEET MORE OR LESS; 20) THENCE S72°04'03"W, 29.35 FEET MORE OR LESS; 21) THENCE S25°32'53"W, 29.36 FEET MORE OR LESS; 22) THENCE S02°01'38"W, 34.43 FEET MORE OR LESS; 23) THENCE S23°01'28"W, 47.98 FEET MORE OR LESS; 24) THENCE S36°30'35"W, 41.77 FEET MORE OR LESS; 25) THENCE S22°28'29"W, 119.73 FEET MORE OR LESS; 26) THENCE S39°18'49"W, 41.53 FEET MORE OR LESS; 27) THENCE S53°50'34"W, 110.97 FEET MORE OR LESS; 28) THENCE S48°30'14"W, 22.83 FEET MORE OR LESS; 29) THENCE S29°18'08"W, 24.76 FEET MORE OR LESS; 30) THENCE S61°01'01"W, 49.09 FEET MORE OR LESS; 31) THENCE S79°38'33"W, 91.79 FEET MORE OR LESS; 32) THENCE N81°08'43"W, 41.22 FEET MORE OR LESS; 33) THENCE N67°05'35"W, 24.77 FEET MORE OR LESS; 34) THENCE N46°27'15"W, 20.26 FEET MORE OR LESS; 35) THENCE S52°15'41"W, 14.81 FEET MORE OR LESS; 36) THENCE N51°10'36"W, 16.15 FEET MORE OR LESS; 37) THENCE N85°52'19"W, 23.91 FEET MORE OR LESS; 38) THENCE N72°01'52"W, 54.26 FEET MORE OR LESS; 39) THENCE N57°32'22"W, 111.16 FEET MORE OR LESS; 40) THENCE N82°33'12"W, 85.45 FEET MORE OR LESS; 41) THENCE S59°01'04"W, 73.22 FEET MORE OR LESS; 42) THENCE S49°59'12"W, 44.34 FEET MORE OR LESS; 43) THENCE S42°09'32"W, 107.83 FEET MORE OR LESS; 44) THENCE S17°19'53"W, 91.47 FEET MORE



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OR LESS; 45) THENCE S14°31'29"W, 42.64 FEET MORE OR LESS; 46) THENCE S04°42'31"W, 100.32 FEET MORE OR LESS TO A POINT ON THE SOUTH LINE OF SAID NW 1/4 OF SECTION 32; THENCE S89°17'43"W, 649.60 FEET ON SAID SOUTH LINE TO THE WEST 1/4 CORNER OF SAID SECTION 32 MONUMENTED BY A 2 1/2" ALUMINUM CAPPED REBAR STAMPED PLS 10287;

THENCE N00°19'07"W, 1325.05 FEET ON THE WEST LINE OF SAID NW 1/4 TO THE NORTH 1/16 CORNER COMMON TO SAID SECTION 32 AND SECTION 31 MONUMENTED BY A 1 1/2" ALUMINUM CAPPED REBAR STAMPED PLS 10287 ; THENCE N00°19'07"W, 20.95 FEET ON THE WEST LINE OF SAID NW 1/4 TO A POINT ON THE SOUTH EASTERLY BOUNDARY OF THE WYOMING STOCK GROWERS ASSOCIATION CONSERVATION EASEMENT AS DESCRIBED IN BOOK 511, PAGE 514 OF THE SHERIDAN COUNTY RECORDS; THENCE ALONG SAID SOUTHEASTERLY BOUNDARY THE FOLLOWING 11 COURSES: 1) THENCE N54°30'50"E, 314.83 FEET TO A FENCE CORNER; 2) THENCE N00°00'00"E, 82.40 FEET TO A FENCE CORNER; 3) THENCE N60°17'11"E, 79.03 FEET TO A FENCE CORNER; 4) THENCE S56°25'25"E, 76.04 FEET TO A FENCE CORNER; 5) THENCE S87°39'02"E, 101.26 FEET TO A FENCE CORNER; 6) THENCE N79°14'20"E, 434.04 FEET TO A FENCE CORNER; 7) THENCE N30°00'18"E, 133.57 FEET TO A FENCE CORNER; 8) THENCE N39°30'16"E, 206.08 FEET TO A FENCE CORNER; 9) THENCE N18°44'07"E, 261.78 FEET TO A FENCE CORNER; 10) THENCE N24°37'23"E, 283.89 FEET TO A FENCE CORNER; 11) THENCE N26°53'14"W, 239.20 FEET TO A POINT ON THE NORTH LINE OF SAID SECTION 32; THENCE N89°29'15"E, 104.12 FEET ON SAID NORTH LINE OF SECTION 32 TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT TRACT DESCRIBED IN BOOK 281, PAGE 429 OF THE RECORDS OF SHERIDAN COUNTY.

SAID TRACT CONTAINING 80.22 ACRES MORE OR LESS.

SUBJECT TO ANY EASEMENTS, EXCEPTIONS, RESERVATIONS, RESTRICTIONS, OR CONDITIONS CONTAINED IN PRIOR CONVEYANCES OF RECORD



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EXHIBIT B

Commencing at a point 1045 feet West of the center of Section 32, Township 57 North, of Range 86 West of the Sixth Principal Meridian, thence West 1015 feet to the East bank of Tongue River, thence Northeasterly along the East bank of Tongue River to the headgate of the Dickson Ditch, a point due North of the point of beginning, thence South 685 feet to the point of beginning, situate in Sheridan County, Wyoming;

TOGETHER WITH all improvements, hereditaments and appurtenances thereunto belonging to or appertaining thereto;

SUBJECT TO all exceptions, reservations, rights-of-way, easements, covenants restrictions, and rights of record and subject of any state of facts which would be disclosed by an accurate survey or physical inspection of the premises and subject to building and zoning regulations and city, state and county subdivision laws.

NO. 2017-737735 EASEMENT

EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK
YONKEE & TONER P O BOX 6288
SHERIDAN WY 82801