

POWDER RIVER ENERGY CORPORATION

SUNDANCE, WYOMING

Right Of Way Easement

KNOW ALL MEN BY THESE PRESENTS:

That (I) (We) the undersigned:

Neil E. and Norma Faye Delapp

With an address of: 2020 Maygorth Road, Kaycee, WY 82639
do hereby grant unto Powder River Energy Corporation, a cooperative corporation (hereinafter called the Cooperative) whose corporate headquarters post office address is Sundance, Wyoming and to its successors and assigns an easement 30 feet in width along with the right to enter upon the hereinafter described lands and to construct thereon, operate, change framing and voltage and maintain electric lines and associated facilities and equipment and to cut and trim trees and shrubbery that may interfere with or threaten to endanger the operations and maintenance of said lines, facilities and equipment, including the right of ingress and egress to and from said lands, to wit:

T57N, R84W, 6th P.M., Sheridan County, Wyoming
SECTION 14: SWSE, SESW
SECTION 23: N/2(NE)

as shown on the attached map marked "Exhibit A":

The undersigned agree that all poles, wire and other facilities and equipment installed at the Cooperative's expense on said described lands shall be and remain the property of the cooperative, removable at the option of the cooperative upon the termination of services to, or through said lands.

The undersigned covenant that they are the owners of the above described land and that said lands are free and clear of encumbrances and liens of whatsoever character except those held by the following described persons:

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

IN WITNESS WHEREOF, the undersigned have set their hands this _____ day of _____, 2002

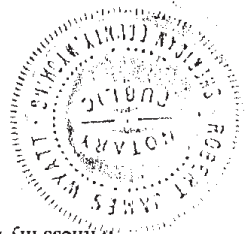
Neil E. Delapp
Neil E. Delapp
Norma Faye Delapp
Norma Faye Delapp

State of Wyoming)
(ss)
County of Sheridan)

The foregoing instrument was acknowledged before me this 19th day of November, 2002
by Neil E. Delapp & Norma Faye Delapp

Robert James Wilt
Notary Public
My commission expires: March 19, 2003

Witness my hand official seal



Initialed for Identification _____

Exhibit "A"

Neil E. & Norma Faye Delapp

T57N, R84W, 6th P.M., Sheridan County, Wyoming

SECTION 14: SWSE, SESW

SECTION 23: N/2(NE)

Beginning at the NE corner of Section 23, T57N, R84W, 6th P.M., Sheridan County, Wyoming (POINT OF BEGINNING); thence bearing approximately S01°13'E for an approximate distance of 80' to a point where Powder River Energy Corporation's new single-phase overhead power line enters Delapp property (TRUE POINT OF BEGINNING).

The new single-phase overhead power line continues from this point bearing approximately S66°32'W for an approximate distance of 912'; thence bearing approximately S83°45'W for a distance of approximately 490'; thence bearing approximately N54°58'W for an approximate distance of 138'; thence bearing approximately N35°26'W for an approximate distance of 308'; thence bearing approximately N64°19'W for an approximate distance of 1207'; thence bearing approximately S86°16'W for an approximate distance of 307', where the powerline terminates on Delapp property (POINT OF ENDING), this point being located approximately N81°05'E and at an approximate distance of 2366' from the SW corner of Section 14, T57N, R84W, Sheridan County, Wyoming

The above description is for a single-phase 14.4kV overhead power line "Right-of-Way", 30' in width, being 15' on either side of centerline extending an approximate total distance of 3362 feet.

