

Initialed For Identification RA

POWDER RIVER ENERGY CORPORATION
SUNDANCE, WYOMING
Right Of Way Easement

KNOW ALL MEN BY THESE PRESENTS:

That (I) (We) the undersigned: Jim & Erna McClure

With an address of: P.O. Box 744, Sheridan Wy. 82801

for a good and valuable consideration, the receipt whereof is hereby acknowledged, 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 overhead easement 30 feet in width and an underground easement 20 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:

T56N, R83W, 6th P.M., Sheridan County, Wyoming

SECTION 09: SE1/4 SE1/4, NE1/4 SE1/4

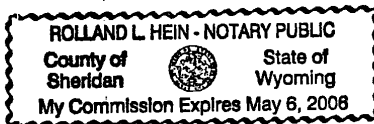
as shown on the attached map marked "Exhibit A".

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 15 day of DECEMBER, 2004



Jim McClure
Jim McClure

Erna McClure
Erna McClure

State of Wyoming)

County of Sheridan) ss

The foregoing instrument was acknowledged before me this 15th day of DECEMBER, 2004

by Jim McClure and ERNA McCLURE

Witness my hand official seal

Rolland L. Hein

Notary Public

My commission expires: May 6, 2008

Exhibit "A"

Jim & Erna McClure

T56N,R83W, 6th P.M., Sheridan County, Wyoming

Section 09: SE $\frac{1}{4}$ SE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$

Beginning at a point in the SE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 09, from which the Southeast corner of Section 09, T.56N., R.83W., 6th P.M., Sheridan County, Wyoming, bears approximately S.42°E., for an approximate distance of 1,734 feet. Thence along the centerline of an easment, the bearings and distances of which are approximate. N.80°E., a distance of 708 feet, where 'Tap 21' bears N.42°W. a distance of 406 feet. Thence continuing N.80°E., a distance of 277 feet; thence N.84°E., a distance of 207 feet; thence N.85°E a distance of 58 feet, to the end of said easment in the NE $\frac{1}{4}$ SE $\frac{1}{4}$ Section 09.

The above description is for a three-phase 24.9/14.4kV overhead power line "Right-of-Way", 30' in width, being 15' on either side of centerline also allowing for any guying, anchoring, and metering, extending an approximate total distance of 1,250 feet. Tap 21 description is for a single-phase 24.9/14.4kV underground power line "Right-of-Way, 20 feet in width, being 10 feet on either side of centerline, extending an approximate total distance of 406 feet.

