

MONTANA-DAKOTA UTILITIES CO.

UNDERGROUND ELECTRIC RIGHT-OF-WAY EASEMENT

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, DAVID J. WITHROW and MARILYN N. WITHROW - Husband and Wife

of P.O. Box 6754, Sheridan, WY 82801
hereinafter called Grantor (whether one or more), for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, grants and warrants to Montana-Dakota Utilities Co., a Delaware corporation, of 400 North Fourth Street, Bismarck, North Dakota, 58501, Grantee, and to its successors and assigns, a perpetual right-of-way and easement for the construction, reconstruction, operation, maintenance, repair and removal of buried or semiburied electric distribution system, street lighting system or communication system, or any combination thereof including the necessary cables, pedestals, transformers, transformer bases and other fixtures and apparatus in connection therewith, to be located upon, under and within the following real estate in Sheridan County, State of Wyoming, and does hereby release and waive all rights under and by virtue of the homestead exemption laws of this state, namely:

An East-West private road that is located between Tracts Twenty (20) and Twenty-One (21), the West Twenty (20) Feet of Tract Twenty-Two (22), the West Twenty (20) Feet and the South Twenty (20) Feet of the East 665 Feet of Tract Twenty-Three (23). All located in McNally Third Subdivision, a part of the Northeast Quarter of the Southwest Quarter (NE $\frac{1}{4}$ SW $\frac{1}{4}$) and the Northeast Quarter of the Southeast Quarter (NE $\frac{1}{4}$ SE $\frac{1}{4}$) of Section Twenty-Three (23), Township 55 North, Range 84 West of the Sixth Principal Meridian, Sheridan County, Wyoming.

The Grantor also hereby grants to Montana-Dakota Utilities Co., its successors and assigns, the right of ingress and egress for the purposes of the easement and right-of-way described herein.

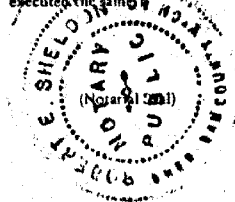
IN WITNESS WHEREOF, the Grantor has signed this grant of easement this 12th day of November, 1975.

David J. Withrow
Marilyn N. Withrow
Grantor

STATE OF Wyoming
COUNTY OF Sheridan

On this 12th day of November, 1975, before me personally appeared DAVID J. WITHROW and MARILYN N. WITHROW - Husband and Wife

known to me to be the person(s) described in and who executed the within instrument, and acknowledged to me that he, y executed the same.



Robert E. Shuler
Notary Public

Sheridan County, Wyoming

My commission expires: Sept 12, 1976