

**MONTANA-DAKOTA UTILITIES CO.
UNDERGROUND EASEMENT**

THIS ELECTRICAL UTILITY EASEMENT, made this 18th day of September, A.D., 2012, between MONTANA-DAKOTA UTILITIES CO., A DIVISION OF MDU RESOURCES GROUP, INC., a corporation, 400 North Fourth Street, Bismarck, North Dakota 58501, hereinafter called "COMPANY," its successors and assigns, and the following named persons, herein, whether singular or plural, called "OWNER," namely:

City of Sheridan Wyoming, a Municipal Corporation

WITNESSETH, that for valuable considerations received, OWNER does hereby grant, bargain, sell and convey unto COMPANY, its successors and assigns, an electrical utility easement 10 feet in width as laid out and/or surveyed, on the hereinafter described lands, together with the right to construct, reconstruct, operate, maintain, repair, a buried or semiburied electric distribution system, including the necessary cables, pedestals, transformers, transformer bases and other fixtures and apparatus in connection therewith through, over, under, and across the following described real estate, situated in Lot 1 of the Sheridan Commercial Park, Sheridan Wyoming and being more particularly described as follows:

A strip of land being the northerly 10 feet of a described 30.0 foot wide Sewer Line Easement to the City of Sheridan as recorded in Book 535, Page 494 and depicted on Exhibit B in book 535, Page 495 in the records of the Sheridan County Clerk. Said easement contains 4,950 Square feet, more or less.

OWNER agrees not to build, create or construct or permit to be built, created, or constructed, any obstruction, building, engineering works or other structures over, under, or that would interfere with said underground lines or COMPANYS' rights hereunder.

OWNER hereby grants to COMPANY, its successors and assigns, the right at all reasonable times to enter upon said premises for the purpose of laying, constructing, maintaining, operating, replacing, repairing or removing said underground lines and for the purpose of doing all necessary work in connection therewith.

COMPANY by the acceptance hereof, hereby agrees that it will pay any and all damages that may result, including crops, fences, buildings and improvements on said premises, caused by constructing, maintaining, repairing, operating, replacing or removing said underground lines. The damages, if not mutually agreed upon, may be determined by three disinterested persons, one to be selected by COMPANY and one by OWNER; these two shall select the third person. The award of these three persons shall be final and conclusive.

If the herein described lands are in the State of North Dakota, this easement is limited to a term of 99 years.

If the herein described lands are in the State of Wyoming, OWNER does hereby release and waive all rights under and by virtue of the homestead exemption laws of that state.

IN WITNESS WHEREOF, OWNER has executed this easement as of the day and year first above written

Dave Kinskey
Mayor Dave Kinskey

STATE OF Wyoming

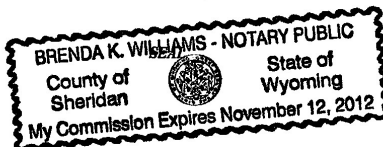
ss.

COUNTY OF Sheridan

On this the 18th day of September, 2012, before me personally appeared Dave Kinskey known to me, or satisfactorily proved to be the person described in and who executed the above and fore going instrument and acknowledged to me that he executed the same (known to me to be the Mayor and respectively, of the corporation that is described in and that executed the foregoing instrument, acknowledged to me that such corporation executed the same.)

(this space for recording data only)

Brenda K. Williams
Notary Public



My Commission Expires 11/12/12

W.O. _____ Tract NO. _____ LLR NO. _____



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EXHIBIT "A"

THE FOLLOWING DESCRIBED STRIP OF LAND FOR A 10 FOOT WIDE ELECTRICAL UTILITY EASEMENT LOCATED IN LOT 1 OF SHERIDAN COMMERCIAL PARK, SHERIDAN, WYOMING, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A strip of land being the northerly 10.0 feet of a described 30.0 foot wide Sewer Line Easement to the City of Sheridan as recorded in Book 535, Page 494 and depicted on Exhibit B in Book 535, Page 495 in the records of the Sheridan County Clerk.

Said electrical utility easement containing 4,950 square feet, more or less.

STATE OF WYOMING }
 } ss.
COUNTY OF SHERIDAN }

I, Theodore L. McMahon a Registered Land Surveyor in the State of Wyoming do hereby certify that this description was prepared by me or under my direct supervision on the 17th day of September 2012.

Theodore L. McMahon
Wyoming PLS 6811



NO. 2012-699448 EASEMENT

EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK
MOUNTAIN VIEW BUILDING INC 237 NORTH MAIN STREET SUITE
SHERIDAN WY 82801