

RIGHT OF WAY AGREEMENT

KNOW ALL PERSONS BY THESE PRESENTS that the undersigned ("OWNER", whether one or more), for and in consideration of Ten and More Dollars (\$10.00+) in hand paid, the receipt and sufficiency of which are hereby acknowledged, does hereby grant, sell convey and warrant unto Bear Paw Energy, LLC, 1400 16th Street, Suite 310, Denver, Colorado 80202, its successors and assigns forever ("GRANTEE") a right of way Sixty feet (60') in width during construction, reverting to a Thirty feet (30') in width permanent right of way easement for the purpose of laying, constructing, maintaining, operating, inspecting, repairing, replacing, protecting, and removing a pipeline or pipelines, and other appurtenances (including cathodic protection equipment, valves, vents, test leads, drips, line markers, taps and other surface and subsurface facilities appurtenant thereto) for the transportation of methane gas, natural gas, and water, upon and along a route to be selected by GRANTEE in consultation with OWNER on, under and across lands of OWNER, situated in the County of Sheridan, State of Wyoming, described as follows:

Township 57 North, Range 83 West, 6th P.M.

Section 27: W1/2NW1/4

Section 28: E1/2NE1/4

Together with an easement for unrestricted rights of ingress and egress to, from and along said pipeline(s) and facilities and adjacent facilities of Grantee on, over and across said lands and adjacent lands of OWNER, and GRANTEE shall have all privileges necessary or convenient for the full use and enjoyment of the rights herein granted.

GRANTEE may rerecord this Right of Way Agreement attaching a plat as Exhibit "A" (incorporated herein by reference) of the actual route of the facilities constructed hereunder and/or of the ingress/egress easement to further identify the locations thereof.

GRANTEE shall bury the top of its gas and water pipeline(s) to a minimum depth of 60 inches. GRANTEE shall restore the land as soon as practicable after the pipelines are completed. Restoration shall be made as near as practicable to the condition when GRANTEE first entered onto the land.

OWNER, their successors and assigns, reserves all oil, gas and minerals on and under said lands, if any, and the right to farm, graze and otherwise fully use and enjoy said lands, provided OWNER agrees not to construct or create any obstruction, structure or engineering work on the herein-granted right of way that will interfere with the rights and interests of GRANTEE herein-granted, and provided further that GRANTEE shall have the right hereafter to cut and keep clear all trees, brush, and obstructions from the herein-granted right of way and ingress/egress easement. GRANTEE agrees to pay OWNER or any tenant, as their interests may appear, for actual damages to crops, pasture, timber, fences and other improvements on said premises which may arise from exercise of the rights herein granted, provided GRANTEE shall not be liable for damages for future clearing of the right of way and ingress/egress easement in exercise of the rights herein granted.

GRANTEE agrees to comply with all applicable state and local regulations.

GRANTEE, its contractors, subcontractors, agents, and or assigns agree to comply with the construction consideration and requirement as shown on Exhibit B attached to and made a part hereof.

GRANTEE shall indemnify, defend and hold harmless OWNER from any and all claims, demands, causes of action, or liability for damages, loss or injuries that arise out of GRANTEE'S operations on the land. The parties agree that in no event shall either be liable for special, exemplary, consequential or other indirect damages to the other, and all such damages are hereby waived to the extent permitted by law.

It is further agreed that GRANTEE may at any time lay an additional line or lines or other facilities alongside the first line upon payment of the same consideration per lineal rod for each as was paid for this right of way with the same rights and subject to the same conditions.

OWNER represents that the above-described land is not rented for the period beginning April 12, 2002 and ending July 31, 2002 on a cash or crop basis.

This instrument constitutes the entire agreement and understanding of the parties and supersedes all prior understandings, negotiations and agreements of the parties related to the subject matter hereof.

TO HAVE AND TO HOLD said right of way and easement unto said GRANTEE, its successors and assigns for so long as same are used for the purposes herein granted. All provisions hereof are appurtenant to, run with and burden the above-described land, and are binding upon and inure to the benefit of the successors, assigns, heirs, executors, administrators and other legal representatives of each of the parties.

Executed this 18th day of April, 2002

OWNER:

Ross K. and Maria A. Peterson Trust

Ross K. Peterson
Ross K. Peterson, Trustee

Maria A. Peterson
Maria A. Peterson, Trustee

GRANTEE:

Bear Paw Energy, LLC

By: Rick Srikijkarn
Rick Srikijkarn, Attorney in Fact

STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me by Ross K. and Maria A. Peterson, this _____ day of April, 2002.

Witness my hand and official seal.

My commission expires: April 10, 2004

[Signature]

Notary Public

STATE OF Wyoming)
) ss.
COUNTY OF Campbell)

The foregoing instrument was acknowledged before me by Rick Srikijkarn, known to me to a Attorney in Fact for Bear Paw Energy, LLC this 18 day of April, 2002.

Witness my hand and official seal.

My June 30, 2005 Commission

expires: Theodore A. Huss

Notary Public

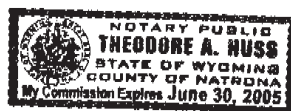


EXHIBIT "B"

CONSTRUCTION CONSIDERATIONS / REQUIREMENTS

1. Park on the road or construction easement not on the grass.
2. Wash all equipment before entering the field.
3. Pick up all trash whether you dropped it or not.
4. Maintain all equipment in the shop, not on the range.
5. Conduct operations only in dry conditions not mud.
6. Park any and all unused equipment in the yard.
7. Place construction materials in the easement or on well site or compressor site.
8. It will be Grantees responsibility to monitor noxious weeds and take corrective action where needed.
9. Leave gates as they are found.
10. Close, fence, or guard all open holes, lines, or ditches.
11. Stop when asked.
12. Use only approved roads.
13. No guns, dogs, alcohol, or drugs.

CENTERLINE DESCRIPTION

FOR
GAS PIPELINE
RIGHT-OF-WAY

NW/4 NW/4 SECTION 27, T 57 N, R 83 W

A strip of land for the purpose of a pipeline right-of-way located in the NW/4, NW/4 of Section 26, T 57 N, R 83 W of the Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either side of the following described centerline:

Beginning of a point on the centerline of said R-O-W at Sta. 8+32.43, on the apparent property boundary between Alvin and Ina Jean Peterson Trust and Ross & Maria Peterson Trust, from which the Northwest corner of Section 27 157N, R83W bears N78°48'18"W, 1356.85 feet.

thence: N 48°18'30" W along said R-O-W centerline 264.82 feet to Sta. 10+97.25;

thence: N 88°28'38" W along said R-O-W centerline 848.41 feet to Sta. 19+45.66;

thence: S 75°05'56" W along said R-O-W centerline 246.81 feet to Sta. 21+92.27;

thence: N 85°47'51" W along said R-O-W centerline 46.79 feet to Sta. 22+39.06, on the West line of Section 27 157N, R83W, from which the Northwest corner of Section 27 157N, R83W, bears N00°01'07"W, 125.02 feet.

Solid right of way is 1406.63 feet in length, or 85.3 rods, and contains 1.61 acres ±.

Basis of bearings are Grid bearings based on GPS observations. Based on the Wyoming State Plane Coordinate System East Central Zone NAD 83.

SURVEYOR'S CERTIFICATE

STATE OF WYOMING } SS
COUNTY OF NATRONA }

I, MAYNARD JOHNSON, state that I am by occupation a registered land surveyor employed by Bear Paw Energy Inc., to make the survey of this right of way as shown on this map, and that the survey of said work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.

ASBUILT MAP OF

POD "I" GATHERING
RIGHT OF WAY EASEMENT
NW/4 NW/4 SECTION 27, T57N, R83W,
OF THE 6th PRINCIPAL MERIDIAN
SHERIDAN COUNTY, WYOMING

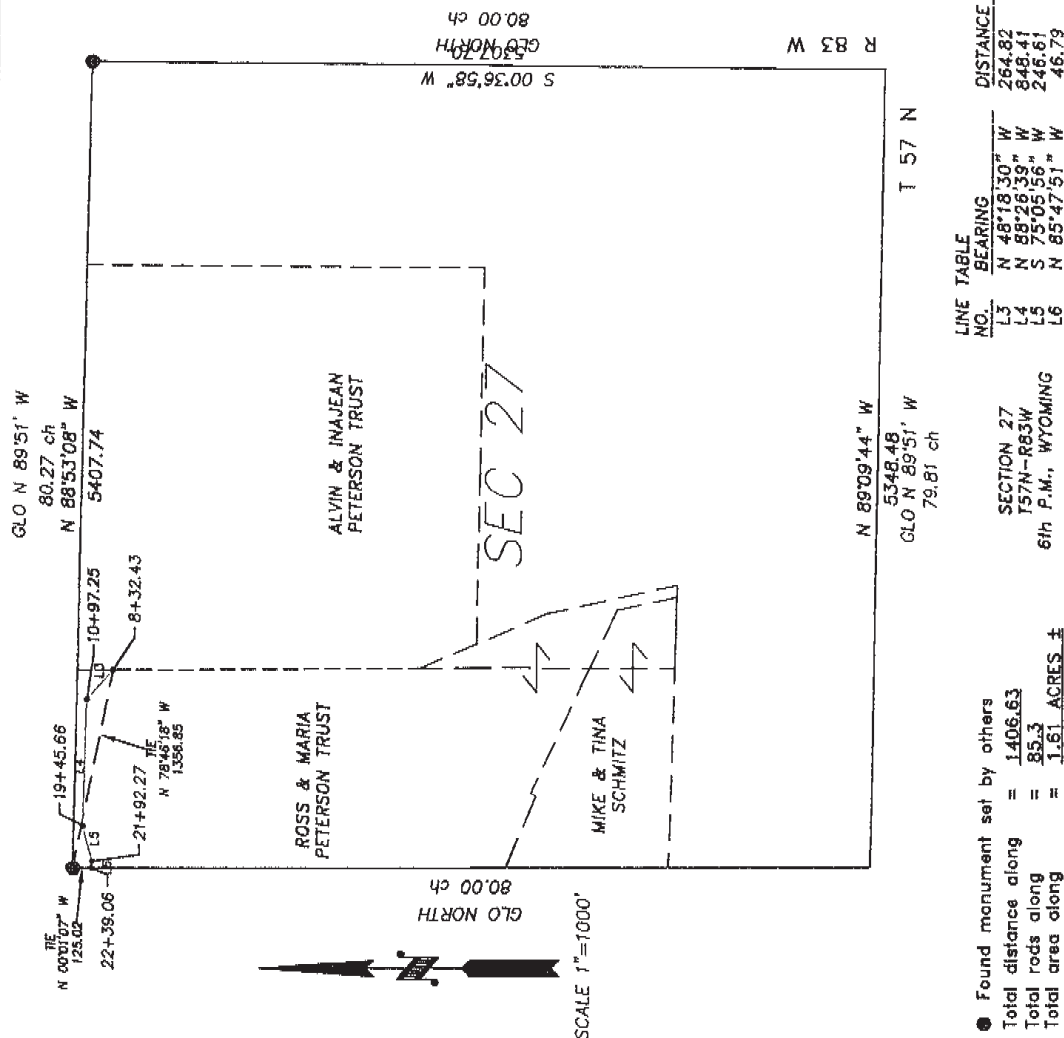
applicant:

Bear Paw Energy LLC,
856 Coffeen Avenue
Sheridan, WY 82801



~SEAL~

Date: 7/15/2002 By: TLW Job No. 20019
Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming



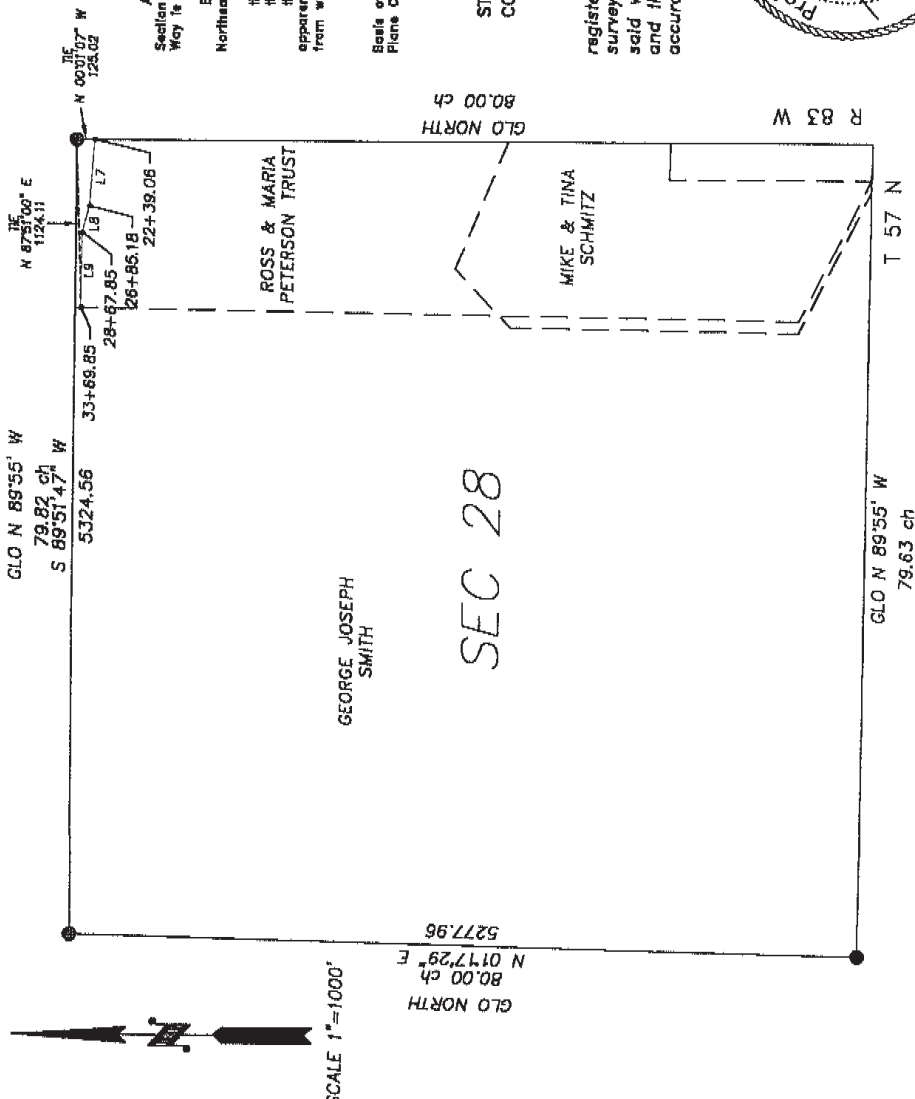
LINE NO.	BEARING	DISTANCE
L3	N 48°18'30" W	264.82
L4	N 88°28'38" W	848.41
L5	S 75°05'56" W	246.81
L6	N 85°47'51" W	46.79

● Found monument set by others
Total distance along = 1406.63
Total rods along = 85.3
Total area along = 1.61 ACRES ±

Apparent recorded ownership: Ross & Maria Peterson Trust

NOTE: RECORDS PROVIDED BY CLIENT REPRESENTATIVE

CENTERLINE DESCRIPTION
FOR
GAS PIPELINE
RIGHT-OF-WAY
NE/4 NE/4 SECTION 28, T 57 N, R 83 W



A strip of land for the purpose of a pipeline right-of-way located in the NE/4, NE/4 of Section 28, T 57 N, R 83 W of the Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either side of the following described centerline:
Beginning at a point on the centerline of said R-O-W of Sta. 22+59.06, from which the Northeast corner of Section 28 T57N, R83W bears N07°01'07"W, 125.02 feet;
thence: N 85°47'51" W, along said R-O-W centerline 446.12 feet to Sta. 26+85.18;
thence: N 75°00'40" W, along said R-O-W centerline 182.87 feet to Sta. 28+67.85;
thence: N 89°40'03" W, along said R-O-W centerline 502.00 feet to Sta. 33+69.85, on the apparent property boundary between Ross and Maria Peterson Trust and George Joseph Smith, from which the Northeast corner of Section 28 T57N, R83W, bears N85°51'00"E, 1124.11 feet.
Said right of way is 1130.79 feet in length, or 88.5 rods, and contains 1.30 acres ±.
Basis of bearings are Grid bearings based on GPS observations. Based on the Wyoming State Plane Coordinate System East Central Zone NAD 83.

SURVEYOR'S CERTIFICATE
STATE OF WYOMING } SS
COUNTY OF NATRONA }

I, MAYNARD JOHNSON, state that I am by occupation a registered land surveyor employed by Bear Paw Energy Inc., to make the survey of this right of way as shown on this map, and that the survey of said work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.

ASBUILT MAP OF

POD "J" GATHERING
RIGHT OF WAY EASEMENT
NE/4 NE/4 SECTION 28, T57N, R83W,
OF THE 6th PRINCIPAL MERIDIAN
SHERIDAN COUNTY, WYOMING

applicant:
Bear Paw Energy LLC,
856 Caffeen Avenue
Sheridan, WY 82801



LINE NO.	BEARING	DISTANCE
L7	N 85°47'51" W	446.12
L8	N 75°00'40" W	182.87
L9	N 89°40'03" W	502.00

Found monument set by others
Total distance along = 1130.79
Total rods along = 69.3
Total area along = 1.30 ACRES ±
Apparent recorded ownership: Ross & Maria Peterson Trust

NOTE: RECORDS PROVIDED BY CLIENT REPRESENTATIVE

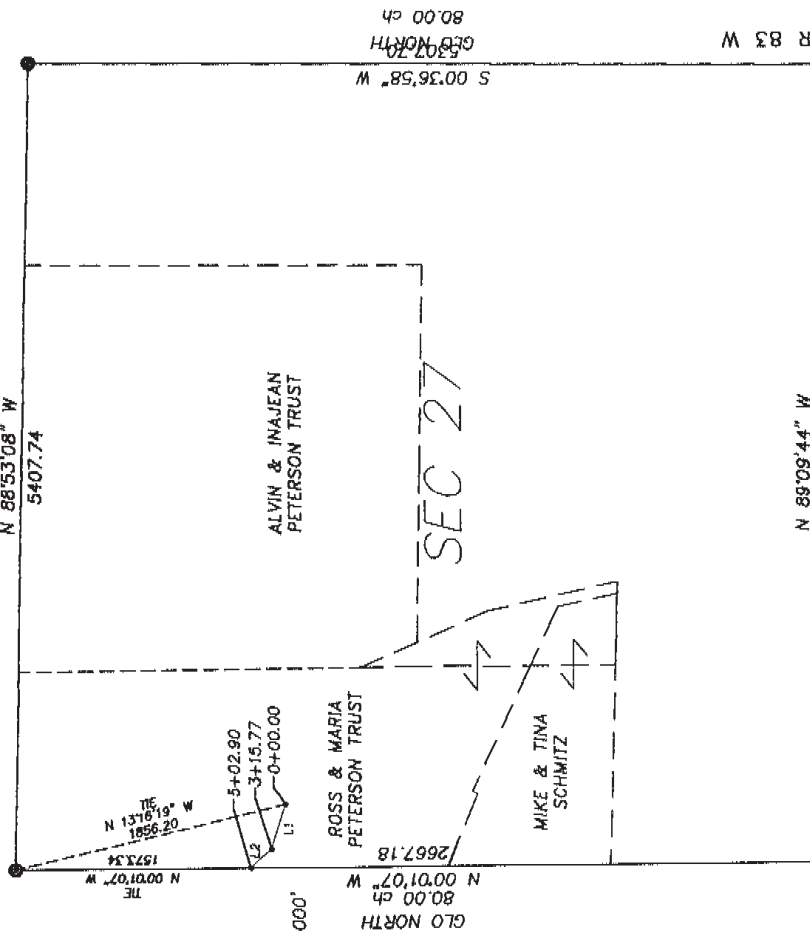
Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming
Date: 7/15/2002 By: TLW Job No. 20019

~SEAL~

GLO N 89°51' W
80.27 ch
N 88°53'08" W
5407.74



SCALE 1"=1000'



N 89°09'44" W
5348.48
GLO N 89°51' W
79.81 ch

T 57 N

LINE NO.	BEARING	DISTANCE
L1	N 72°52'11" W	315.77
L2	N 41°26'37" W	187.13

SECTION 27
T57N-R83W
6th P.M., WYOMING

● Found monument set by others
Total distance along = 502.90
Total rods along = 30.3
Total area along = 0.58 ACRES ±

Apparent recorded ownership: Ross & Maria Peterson Trust

NOTE: RECORDS PROVIDED BY CLIENT REPRESENTATIVE

CENTERLINE DESCRIPTION

FOR
GAS PIPELINE
RIGHT-OF-WAY
SW/4 NW/4 SECTION 27, T 57 N, R 83 W

A strip of land for the purpose of a pipeline right-of-way located in the SW/4, NW/4 of Section 27, T 57 N, R 83 W of the Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either side of the following described centerline:

Beginning at a point on the centerline of said R-O-W at Sta. 0+00.00, from which the Northwest corner of Section 27 T57N, R83W bears N13°16'18"W, 1858.20 feet:

thence: N 72°52'11" W, along said R-O-W centerline 315.77 feet to Sta. 3+15.77;

thence: N 41°26'37" W, along said R-O-W centerline 187.13 feet to Sta. 5+02.90, on the West line of Section 27 T57N, R83W, from which the Northwest corner of Section 27 T57N, R83W, bears N00°01'07"W, 1573.34 feet.

Said right of way is 502.90 feet in length, or 30.5 rods, and contains 0.58 acres ±. Basis of bearings are Grid bearings based on GPS observations. Based on the Wyoming State Plane Coordinate System East Central Zone NAD 83.

STATE OF WYOMING } SS
COUNTY OF NATRONA }

SURVEYOR'S CERTIFICATE

I, MAYNARD JOHNSON, state that I am by occupation a registered land surveyor employed by Bear Paw Energy Inc., to make the survey of this right of way as shown on this map, and that the survey of said work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.

ASBUILT MAP

OF

POD "J" GATHERING
RIGHT OF WAY EASEMENT
SW/4 NW/4 SECTION 27, T57N, R83W,
OF THE 6th PRINCIPAL MERIDIAN
SHERIDAN COUNTY, WYOMING

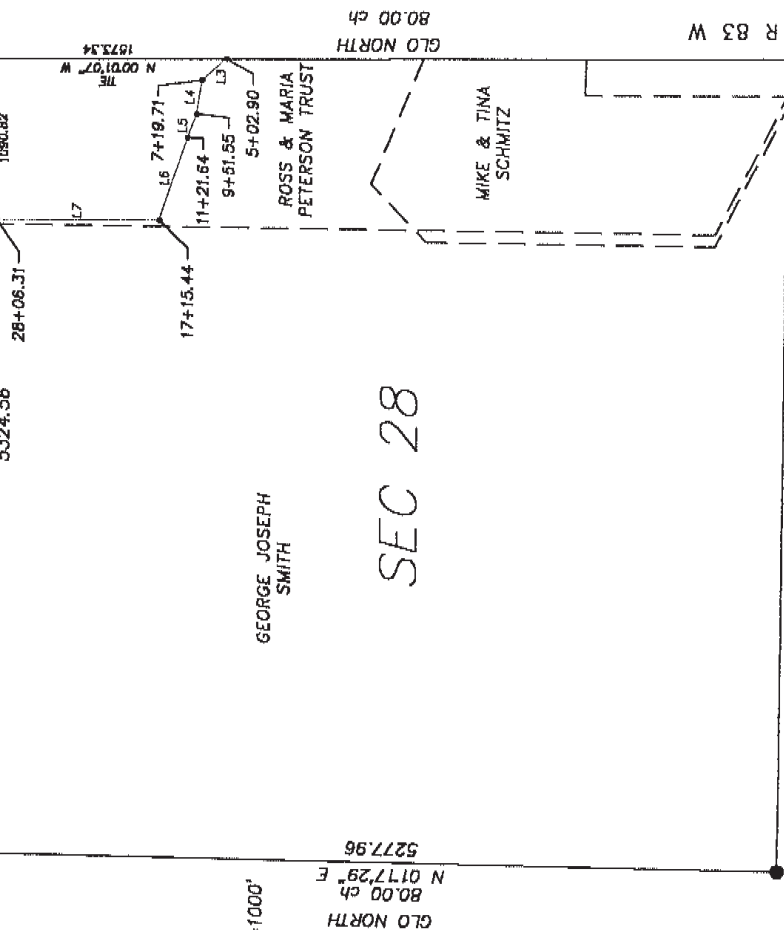
applicant:
Bear Paw Energy LLC,
856 Coffeen Avenue
Sheridan, WY 82801



~SEAL~

Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming
Date: 7/15/2002 By: TLW Job No. 20019

GLO N 89°55' W
79.82 ch
S 89°51'47" W
5324.56



GEORGE JOSEPH
SMITH

SEC 28

ROSS & MARIA
PETERSON TRUST

MIKE & TINA
SCHMITZ

GLO N 89°55' W
79.63 ch

T 57 N
R 83 W

LINE NO.	BEARING	DISTANCE
L3	N 41°26'37" W	216.81
L4	N 81°45'16" W	231.84
L5	N 69°22'49" W	170.09
L6	N 71°54'10" W	593.79
L7	N 00°19'05" E	1090.87

● Found monument set by others
Total distance along = 2303.40
Total rods along = 139.8
Total area along = 2.54 ACRES ±

Apparent recorded ownership: Ross & Maria Peterson Trust

NOTE: RECORDS PROVIDED BY CLIENT REPRESENTATIVE

CENTERLINE DESCRIPTION
FOR
GAS PIPELINE
RIGHT-OF-WAY
E/2 NE/4 SECTION 28, T 57 N, R 83 W

A strip of land for the purpose of a pipeline right-of-way located in the SW/4, SW/4 of Section 28, T 57 N, R 83 W of the Sixth Principal Meridian, Sheridan County, Wyoming. Right of Way is 50 feet in width 25 feet on either side of the following described centerline:

Beginning at a point on the centerline of sold R-O-W at Sta. 5+02.90 on the East line of Section 28 T57N, R83W, from which the Northeast corner of Section 28 T57N, R83W bears N00°01'07"W, 1573.34 feet:

thence: N 41°26'37" W, along sold R-O-W centerline for 216.81 feet to Sta. 7+19.71;
thence: N 81°45'16" W, along sold R-O-W centerline for 231.84 feet to Sta. 9+51.55;
thence: N 69°22'49" W, along sold R-O-W centerline for 170.09 feet to Sta. 11+21.64;
thence: N 71°54'10" W, along sold R-O-W centerline for 593.79 feet to Sta. 17+15.43;
thence: N 0°19'05" E, along sold R-O-W centerline for 1090.87 feet to Sta. 28+06.30;
being the end of said centerline, from which the Northeast corner of Section 28 T57N, R83W, bears N87°45'27"E, 1090.82 feet.

Sold right of way is 2303.40 feet in length, or 139.6 rods, and contains 2.64 acres ±.

Basis of bearings are Grid bearings based on GPS observations. Based on the Wyoming State Plane Coordinate System East Central Zone NAD 83.

STATE OF WYOMING } SS
COUNTY OF NATRONA }

SURVEYOR'S CERTIFICATE

I, MAYNARD JOHNSON, state that I am by occupation a registered land surveyor employed by Bear Paw Energy Inc., to make the survey of this right of way as shown on this map, and that the survey of said work was made by me and/or personnel under my direct supervision, and that such survey is, to the best of my knowledge and belief, accurately represented on this map.

ASBUILT MAP
OF

POD "J" GATHERING
RIGHT OF WAY EASEMENT
E/2 NE/4 SECTION 28, T57N-R83W,
OF THE 6th PRINCIPAL MERIDIAN
SHERIDAN COUNTY, WYOMING



~SEAL~

applicant:
Bear Paw Energy LLC,
856 Coffeen Avenue
Sheridan, WY 82801

Prepared by William H. Smith & Assoc. P.C., Surveying Consultants, Green River, Wyoming
Date: 7/15/2002 By: TLW Job No. 20019