

POWDER RIVER ENERGY CORPORATION
SUNDANCE, WYOMING
Right Of Way Easement

KNOW ALL MEN BY THESE PRESENTS:

That (I) (We) the undersigned: Ralph & Irene Cole

With an address of: 1039 2nd Ave. East, 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 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, R83W, 6th P.M., Sheridan County, Wyoming

SECTION 33: S 1/2 NE 1/4

SECTION 34: SW 1/4 NW 1/4, NW 1/4 SW 1/4

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 8 day of NOV, 2004

Ralph Cole

Ralph Cole

Irene Cole

Irene Cole

owner

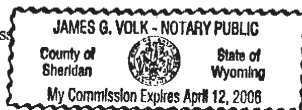
title

owner

title

State of Wyoming

County of Sheridan



The foregoing instrument was acknowledged before me this 9 day of Nov, 2004

by James G. Volk

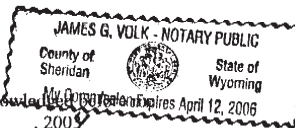
Witness my hand official seal _____

Notary Public

My commission expires: _____

State of Wyoming

County of Sheridan



The foregoing instrument was acknowledged before me this 9 day of Nov, 2004

by James G. Volk

Witness my hand official seal _____

Notary Public

My commission expires: _____

Initialed for Identification _____

Exhibit "A"

Ralph & Irene Cole

T57N,R83W, 6th P.M., Sheridan County, Wyoming

Section 33: S $\frac{1}{2}$ NE $\frac{1}{4}$

T57N,R83W, 6th P.M., Sheridan County, Wyoming

Section 34: SW $\frac{1}{4}$ NW $\frac{1}{4}$, NW $\frac{1}{4}$ SW $\frac{1}{4}$

Beginning at the W $\frac{1}{4}$ corner of Section 34, T57N, R83W, Sheridan County, Wyoming, (POINT OF BEGINNING); then bearing approximately S42°53'E, for an approximate distance of 347', to the point where Powder River Energy Corporation's new three-phase overhead power line starts on Ralph & Irene Cole property (TRUE POINT OF BEGINNING).

The new three-phase overhead power line continues from this point bearing approximately N31°54'W, for an approximate distance of 405', then bearing approximately N89°40'W, for an approximate distance of 2,113', where the power line terminates on Ralph & Irene Cole property (POINT OF ENDING) this point being located on an approximate bearing of N87°14'W and at an approximate distance of 2,093' from E $\frac{1}{4}$ corner of Section 33, T57N, R83W, Sheridan County, Wyoming.

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 2,518'.

