

POWDER RIVER ENERGY CORPORATION
SUNDANCE, WYOMING
Right Of Way Easement

KNOW ALL MEN BY THESE PRESENTS:

That (I) (We) the undersigned: Myrl J. Campbell, and Howard and Helen H. Campbell, Trustees
of the Campbell Family Amended Living Trust, dated October 28, 1998
With an address of: PO Box 37, WYarno, WY 82845

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:

T55N, R82W, 6th P.M., Sheridan County, Wyoming T56N, R82W, 6th P.M., Sheridan County, Wyoming
SECTION 4: (S/2)SW, (W/2)SE SECTION 32: SWNE, SWSE
SECTION 5: (W/2)NE, SENE, (E/2)SE
SECTION 8: (E/2)NE, (E/2)SE
SECTION 9: (S/2)NW, SWNE, SWSW
SECTION 16: (W/2)NW, SENW, (W/2)SW, SESW
as shown on the attached map marked "Exhibit A".

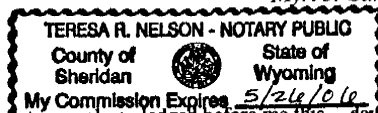
The undersigned agree that all poles, wire and other facilities and equipment installed at the Cooperative's expense on said described lands shall be and remain the property of the cooperative, removable at the option of the cooperative upon the termination of services to, or through said lands.

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 23 day of September, 2004

State of Wyoming
County of Sheridan



The foregoing instrument was acknowledged before me this 9/23/04 day of September, 2004

by Myrl J. Campbell

Witness my hand official seal Teresa R. Nelson My commission expires: 5/24/06
Notary Public

IN WITNESS WHEREOF, the undersigned have set their hands this 27th day of September, 2004

Howard Campbell
Howard Campbell, Trustee

State of Colorado
County of Lafayette

The foregoing instrument was acknowledged before me
this 27 day of September, 2004

by Howard Campbell

Witness my hand official seal Tina Laue
Notary Public

My commission expires: 5-27-08

Helen H. Campbell
Helen H. Campbell, Trustee

State of Colorado
County of Lafayette

The foregoing instrument was acknowledged before me
this 27 day of September, 2004

by Helen H. Campbell

Witness my hand official seal Tina Laue
Notary Public

My commission expires: 5-27-08

“EXHIBIT A”**Myrl J. Campbell and**
Howard and Helen Campbell, Trustees**T56N, R82W, 6th P.M., Sheridan County, Wyoming**

SECTION 32: SWNE, SWSE

T55N, R82W, 6th P.M., Sheridan County, Wyoming

SECTION 4: (S/2)SW, (W/2)SE

SECTION 5: (W/2)NE, SENE, (E/2)SE

SECTION 8: (E/2)NE, (E/2)SE

SECTION 9: (S/2)NW, SWNE, SWSW

SECTION 16: (W/2)NW, SENW, (W/2)SW, SESW

Beginning at the NE corner of Section 32, T56N, R82W, Sheridan County, Wyoming, (POINT OF BEGINNING #1); thence bearing approximately S58°43'W for an approximate distance of 2,620', to the point where Powder River Energy Corporation's new three-phase overhead power line begins on Campbell property (TRUE POINT OF BEGINNING #1).

The new three-phase overhead power line continues from this point bearing approximately S20°49'E for an approximate distance of 525'; thence bearing approximately S39°43'E for an approximate distance of 234'; thence bearing approximately S09°52'E for an approximate distance of 500'; thence bearing approximately S04°22'E for an approximate distance of 149', where the powerline exits Campbell property (POINT OF ENDING #1) this point being located on an approximate bearing of S33°57'W and at an approximate distance of 3,225' from the NE corner of Section 32, T56N, R82W, Sheridan County, Wyoming.

Beginning at the SE corner of Section 32, T56N, R82W, Sheridan County, Wyoming, (POINT OF BEGINNING #2); thence bearing approximately N53°55'W for an approximate distance of 2,188', to the point where Powder River Energy Corporation's new three-phase overhead power line begins on Campbell property (TRUE POINT OF BEGINNING #2).

The new three-phase overhead power line continues from this point bearing approximately S00°30'E for an approximate distance of 1,527', where the powerline “taps” to the west (TAP A).

From the point of intersection, TAP A continues bearing approximately S89°31'W for an approximate distance of 177', where the powerline terminates at a meter pole (POINT OF ENDING #2) this point being located on an approximate bearing of S82°56'W and at an approximate distance of 1,947', from the NE corner of Section 5, T55N, R82W, Sheridan County, Wyoming.

From the point of intersection with TAP A, the main powerline continues bearing approximately S00°10'E for an approximate distance of 596'; thence bearing approximately S16°57'E for an approximate distance of 3,096', where the powerline “taps” to the southeast (TAP B).

From the point of intersection, TAP B continues bearing approximately S63°35'E for an approximate distance of 954'; thence bearing approximately S74°31'E for an approximate distance of 669'; thence bearing approximately N89°48'E for an approximate distance of 703', where the powerline exits Campbell property (POINT OF ENDING #3) this point being located on an approximate bearing of N56°41'E and at an approximate distance of 1,587' from the SW corner of Section 4, T55N, R82W, Sheridan County, Wyoming.

From the point of intersection with TAP B, the main powerline continues bearing approximately S17°25'E for an approximate distance of 512'; thence bearing approximately S09°06'E for an approximate distance of 897', where the powerline “taps” in a single-phase powerline to the west (TAP C).

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From the point of intersection, TAP C continues bearing approximately S75°36'W for an approximate distance of 152', where the powerline terminates on Campbell property (POINT OF ENDING #4) this point being located on an approximate bearing of N85°14'W and at an approximate distance of 730' from the SE corner of Section 5, T55N, R82W, Sheridan County, Wyoming.

From the point of intersection with TAP C, the main powerline continues bearing approximately S08°59'E for an approximate distance of 1,496', where the powerline "taps" to the southeast (TAP D).

From the point of intersection, TAP D continues bearing approximately S69°26'E for an approximate distance of 379', where the powerline exits Campbell property (POINT OF ENDING #5) this point being located on an approximate bearing of S00°18'E and at an approximate distance of 1,512' from the NE corner of Section 8, T55N, R82W, Sheridan County, Wyoming.

From the point of intersection with TAP D, the main powerline continues bearing approximately S06°34'E for an approximate distance of 1,072'; thence bearing approximately S10°49'E for an approximate distance of 557'; thence bearing approximately S02°11'W for an approximate distance of 800'; thence bearing approximately S14°36'E for an approximate distance of 682', where the powerline exits Campbell property (POINT OF ENDING #6) this point being located on an approximate bearing of N00°18'W and at an approximate distance of 863' from the SE corner of Section 8, T55N, R82W, Sheridan County, Wyoming.

Beginning at the NW corner of Section 16, T55N, R82W, Sheridan County, Wyoming, (POINT OF BEGINNING #3); thence bearing approximately S87°51'E for an approximate distance of 178', to the point where Powder River Energy Corporation's new three-phase overhead power line begins on Campbell property (TRUE POINT OF BEGINNING #3).

The new three-phase overhead power line continues from this point bearing approximately S14°31'E for an approximate distance of 1,230'; thence bearing approximately S16°10'W for an approximate distance of 218'; thence bearing approximately S15°24'E for an approximate distance of 870', where the powerline "taps" to the east (TAP E).

From the point of intersection, TAP E continues bearing approximately S86°28'E for an approximate distance of 1,812', where the powerline terminates on Campbell property (POINT OF ENDING #7) this point being located on an approximate bearing of S47°33'E and at an approximate distance of 3,451' from the NW corner of Section 16, T55N, R82W, Sheridan County, Wyoming.

From the point of intersection with TAP E, the main powerline continues bearing approximately S15°45'E for an approximate distance of 514', where the powerline "taps" in a single-phase powerline to the southwest (TAP F).

From the point of intersection, TAP F continues bearing approximately S59°26'W for an approximate distance of 367', where the powerline terminates on Campbell property (POINT OF ENDING #8) this point being located on an approximate bearing of N07°49'E and at an approximate distance of 2,105' from the SW corner of Section 16, T55N, R82W, Sheridan County, Wyoming.

From the point of intersection with TAP F, the main powerline continues bearing approximately S15°26'E for an approximate distance of 2,385', where the powerline exits Campbell property (POINT OF ENDING #9) this point being located on an approximate bearing of S88°53'E and at an approximate distance of 1,236' from the SW corner of Section 16, T55N, R82W, 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 extending an approximate total distance of 22,377 feet, and for a single-phase 14.4kV overhead power line "Right-of-Way", 30' in width, being 15' on either side of centerline extending an approximate total distance of 696 feet

See following map

“EXHIBIT A”

Myrl J. Campbell and Howard and Helen Campbell, Trustees

