



Pennaco Energy Inc.
 Right Of Way Easement

KNOW ALL PERSONS BY THESE PRESENTS:

That I the undersigned: **Allen F. Willey, Trustee of the Allen F. Willey Trust dated September 12, 2001 ("Grantor")**, for a good and valuable consideration, the receipt whereof is hereby acknowledged, do hereby grants unto **Pennaco Energy Inc., ("Grantee")** whose address is 1043A Coffeen Avenue, Sheridan, Wyoming and to its successors and assigns an easement **30** (thirty) 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, R83W, 6th P.M., Sheridan County, Wyoming

SECTION 22: S1/2NW1/4, W1/2NE1/4, NE1/4SE1/4

SECTION 23: N1/2SE1/4, NE1/4

as shown on the attached map marked "Exhibit A" that includes the metes and bounds description and incorporated into this document by this reference.

The above description is for an overhead power line "Right-of-Way", 30 feet in width, being 15 feet on either side of the described centerline, including but not limited to any and all meter poles, anchors and guy structures that are affixed to the power line and located by necessity outside of the herein described 30 foot right-of-way easement.

Grantor agrees that all poles, wire and other facilities and equipment installed at Grantee's expense on the above said described lands shall be and remain the property of Grantee, removable at the option of the Grantee, upon the termination of services to, or through said lands.

Grantor agrees all new structures built after the construction of the described power line, within the right-of-way easement, will meet National Electric Safety Code guidelines, or Grantee, will have the right to request alteration and /or removal at landowner's expense. Grantor shall not place any structure or store any material or crops within the Right of Way granted that might otherwise interfere with the operation of the power line constructed or create a risk of fire or injury. Subject to the foregoing limitations, the right-of-way may be used by Grantor for roads, pasture, agricultural crops, fencing, and other purposes not inconsistent with said easement.

Grantor grants reasonable access to Grantee to above described right-of-way easement, in the event ingress/egress via designated easement access is obstructed.

Grantor makes no warranty of title to the above described land. Grantor represents that he has proper authority to execute this easement on behalf of Grantor.

Grantee agrees to defend, indemnify and hold Grantor harmless from any and all third party claims, demands or judgments connected directly with Grantee's operations on the easement and/or any access for ingress or egress used by Grantee.

The power lines provided for in this Easement are those lines necessary or useful for the development and production activities of Grantee on Grantor's lands and lands adjacent to Grantor's lands. This Easement does not authorize or allow Grantee to install electric transmission towers and lines exceeding 14.4V.

IN WITNESS WHEREOF, Grantor and Grantee have executed and endorsed this Right of Way Easement this 13th day of October, 2011.

Allen F. Willey
 Allen F. Willey, Trustee, Allen F. Willey Trust
 Dated September 12, 2001

Pennaco Energy, Inc.

By: Gregory A. Gilbert
 Title: Attorney-in-Fact

State of Wyoming
)ss

County of Sheridan

The foregoing instrument was acknowledged before me this 13th day of October, 2011 by Allen F. Willey, Trustee, Allen F. Willey Trust dated September 12, 2001.

Witness my hand official seal

My commission expires: 1/29/15

[Signature]
 Notary Public





2011-691727 11/1/2011 10:59 AM PAGE: 2 OF 4
BOOK: 528 PAGE: 763 FEES: \$17.00 VL RIGHT OF WAY EASEMENT
EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK

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By and Between Allen F. Willey, Successor Trustee
and, Pennaco Energy Inc.

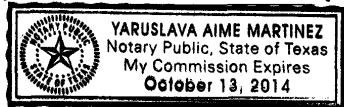
State of Texas
Wyoming)
County of Harris)ss
Sheridan)

The foregoing instrument was acknowledged before me by Peggy A. Gilbert, in his/her capacity as
Attorney-in-Fact of Pennaco Energy, Inc., this 26th day of October, 2011.

Witness my hand official seal

Yaruslava Aime Martinez
Notary Public

My commission expires:





Willey Easement

T55N, R83W, 6th P.M., Sheridan County, Wyoming

SECTION 22: S1/2NW1/4, W1/2NE1/4, NE1/4SE1/4

SECTION 23: N1/2SE1/4, NE1/4

Beginning at a point on an existing three-phase 24.9/14.4kV overhead power line owned by Powder River Energy Corporation , from which the NW corner of said Section 23 bears North 55°55'06" West, a distance of 5071.57 feet (POINT OF BEGINNING #1); thence along the centerline of an easement, the bearings and distances of which are approximate, North 02°58'38" East, a distance of 1907.83 feet to the POINT OF TERMINUS #1.

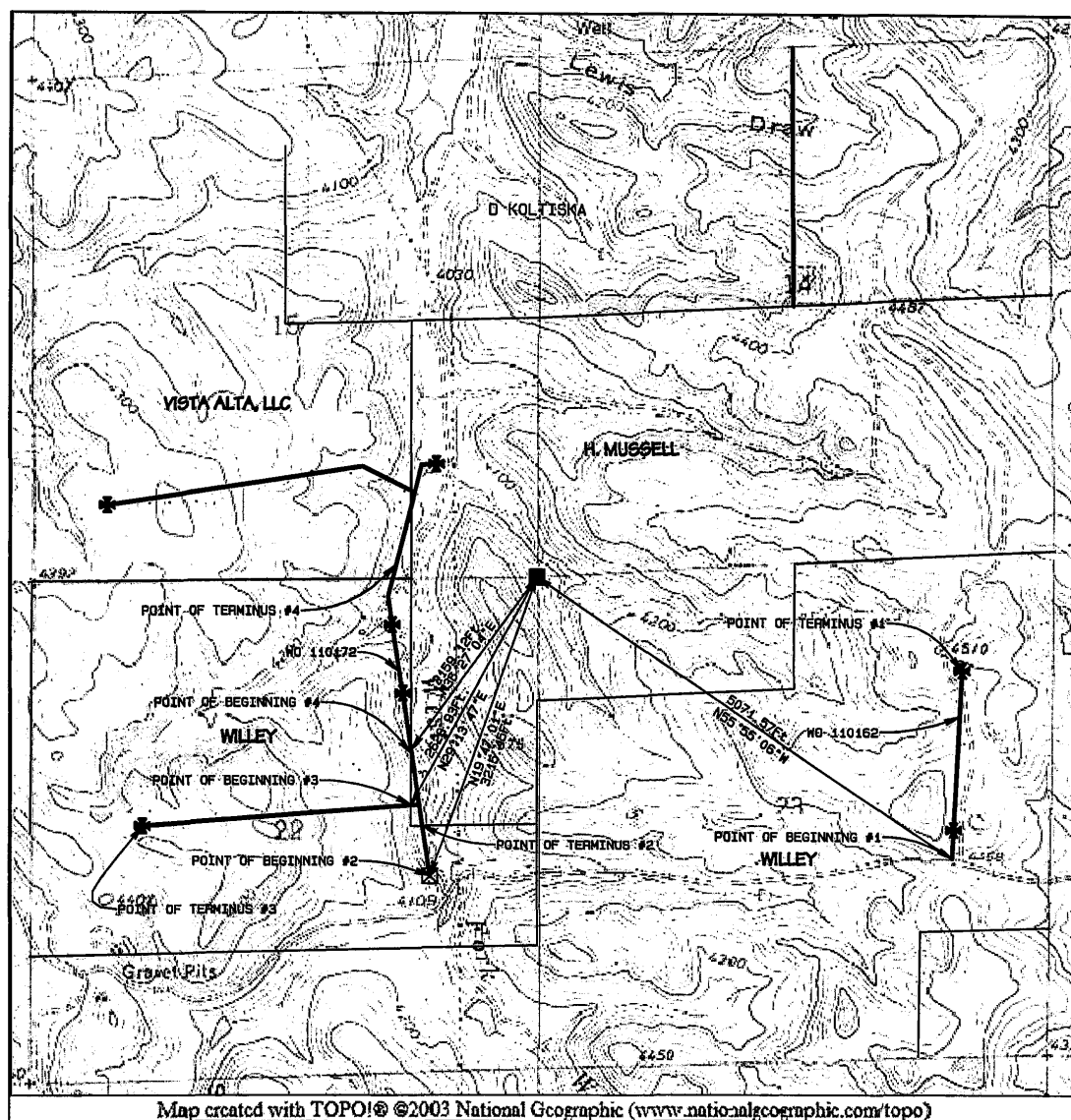
AND, beginning at a point on an existing three-phase 24.9/14.4kV overhead power line owned by Powder River Energy Corporation , from which the NE corner of said Section 22 bears North 19°47'01" East, a distance of 3215.45 feet (POINT OF BEGINNING #2); thence along the centerline of an easement, the bearings and distances of which are approximate, North 08°34'49" West, a distance of 525.12 feet to the POINT OF TERMINUS #2.

AND, beginning at a point from which the NE corner of said Section 22 bears North 29°13'47" East, a distance of 2628.93 feet (POINT OF BEGINNING #3); thence along the centerline of an easement, the bearings and distances of which are approximate, South 85°30'26" West, a distance of 2727.65 feet to the POINT OF TERMINUS #3.

AND, beginning at a point from which the NE corner of said Section 22 bears North 36°27'04" East, a distance of 2159.12 feet (POINT OF BEGINNING #4); thence North 08°34'49" West, a distance of 1557.54 feet; thence North 14°20'17" East, a distance of 331.53 feet to the POINT OF TERMINUS #4.

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 7049.67 feet, including but not limited to any and all meter poles, anchors and guy structures that are affixed to the power line and located by necessity outside of the herein described 30 foot right-of-way corridor.

EXHIBIT A

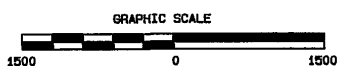


NO. 2011-691727 RIGHT OF WAY EASEMENT

EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK
 MARATHON OIL CO 1043A COFFEEN AVE
 SHERIDAN WY 82801

LEGEND

- ☒ TAP @ EXISTING THREE PHASE
- ✱ POWER DROP
- FOUND SECTION CORNER
- WELL



Basis of Bearings: ASTRONOMIC
 (using Static/RTK GPS methods)

**POWER LINE BASEMENT PLAN
 STATE 9 POD**

**WILLEY
 SEC 22 & 23 T55N, R83W, 6TH PM**

**NORTH PARK ENGINEERING &
 CONSULTING, INC.**

P.O. BOX 395
 MALDEN, CO 80460
 (970) 723-3725

DRAWING FILE: STATE 9 South
 DATE: 9/29/11

MEAS'D BY: R. MILLER
 DRAWN BY: R. MILLER
 CHECKED BY: R. MILLER

WO: 110162 & 110172
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SCALE: 1" = 1500'