

POWDER RIVER ENERGY CORPORATIONSundance, Wyoming
Right Of Way Easement

KNOW ALL MEN BY THESE PRESENTS:

That (I) (We) the undersigned, John Quinn Jr. Revocable Trust &Bonnie M. Quinn Revocable Trust

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:

T54N-R82W, Section 21, SWNE

See Attached Exhibit A

in Township 54 North of Range 82 West of the 6th P.M., Sheridan County, Wyoming

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 service to, or through said lands.

The undersigned covenant that they are the owners of the above described lands 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.

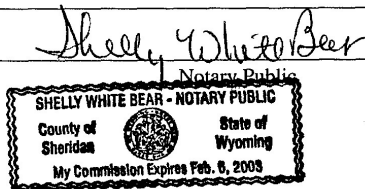
IN WITNESS WHEREOF, the undersigned have set their hands this 2 day of MAY 2001

John Quinn Jr.
Steven C. Schuette

State of Wyoming)
) ss.
County of Sheridan)

The foregoing instrument was acknowledged before me this 2 day of May 2001
by John Quinn Jr and Steven C Schuette

Witness my hand and official seal.

My commission expires: February 6, 2003

By and Between
John Quinn Jr. Revocable Trust &
Bonnie M. Quinn Revocable Trust
and Powder River Energy Corp

Initialed For Identification _____

“EXHIBIT A”

John Quinn Jr. Revocable Trust Bonnie M. Quinn Revocable Trust

T54N, R82W, Section 21
SWNE

Beginning at the Southwest corner of Section 21, T54N, R82W, Sheridan County, Wyoming; thence approximately N31°16'E for approximately 4,192' to True Point of Beginning (pole); thence on a bearing approximately S72°21'E for approximately 720' to a Point of Ending; this point being on a bearing of approximately N40°23'E for approximately 4,418' from the Southwest corner of Section 21, T54N, R82W, Sheridan County, Wyoming.

The above description is for a single-phase overhead powerline “Right-of-Way”, 30' in width, being 15' on either side of centerline, extending for a total distance of 720' containing 0.49 acres more or less.

SECTION 21 T54N-R82W

