

**MONTANA-DAKOTA UTILITIES CO.
UNDERGROUND EASEMENT**

THIS EASEMENT, made this 30th day of March, 2011 A.D., between MONTANA-DAKOTA UTILITIES CO., A DIVISION OF MDU RESOURCES GROUP, INC., a corporation, 400 North Fourth Street, Bismarck, North Dakota 58501, hereinafter called "COMPANY," its successors and assigns, and the following named persons, herein, whether singular or plural, called "OWNER," namely:

John H. Clayton and Barbara A. Keiter-Clayton husband & wife, as tenants by the entirety.

WITNESSETH, that for valuable considerations received, OWNER does hereby grant, bargain, sell and convey unto COMPANY, its successors and assigns, an easement 16 feet in width, together with the right to construct, reconstruct, operate, maintain, repair, remove and replace communications line or lines, a gas pipeline or lines, including necessary pipes, poles, and fixtures, and a buried or semiburied electric distribution system, street lighting system, or any combination thereof including the necessary cables, pedestals, transformers, transformer bases and other fixtures and apparatus in connection therewith through, over, under, and across the following described real estate, situated in the County of Sheridan, State of Wyoming namely:

A tract of land located in Section 20, Township 54 North, Range 83 West of the 6th Principle Meridian in Sheridan County Wyoming; more particularly described as follows:

The Northerly sixteen (16) feet of Tract 2, adjacent to and contiguous with the Line between Tract 1 and Tract 2. Also the westerly sixteen (16) feet of said Tract 2, parallel to and contiguous with the East Right of Way of US Highway 87 and,

The Westerly sixteen (16) feet of Tract 3, parallel to and contiguous with the East Right of Way of US Highway 87 and,

The Westerly sixteen (16) feet of Tract 4, parallel to and contiguous with the East Right of Way of US Highway 87.

All situated in the Hutton Subdivision, filed in Book 2 of Plats, Page 32 as instrument Number 258930, dated 19 March, 1948.

OWNER agrees not to build, create or construct or permit to be built, created, or constructed, any obstruction, building, engineering works or other structures over, under, or that would interfere with said underground lines or COMPANYS' rights hereunder.

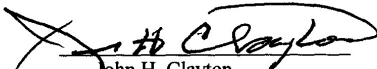
OWNER hereby grants to COMPANY, its successors and assigns, the right at all reasonable times to enter upon said premises for the purpose of laying, constructing, maintaining, operating, replacing, repairing or removing said underground lines and for the purpose of doing all necessary work in connection therewith.

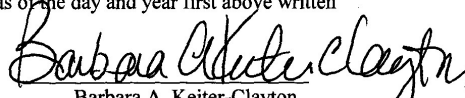
COMPANY by the acceptance hereof, hereby agrees that it will pay any and all damages that may result, including crops, fences, buildings and improvements on said premises, caused by constructing, maintaining, repairing, operating, replacing or removing said underground lines. The damages, if not mutually agreed upon, may be determined by three disinterested persons, one to be selected by COMPANY and one by OWNER; these two shall select the third person. The award of these three persons shall be final and conclusive.

If the herein described lands are in the State of North Dakota, this easement is limited to a term of 99 years.

If the herein described lands are in the State of Wyoming, OWNER does hereby release and waive all rights under and by virtue of the homestead exemption laws of that state.

IN WITNESS WHEREOF, OWNER has executed this easement as of the day and year first above written


John H. Clayton


Barbara A. Keiter-Clayton

STATE OF Montana

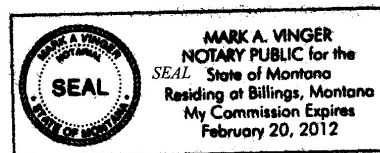
ss.

COUNTY OF Yellowstone

On this the 30th day of March, 2011, before me personally appeared John Clayton and Barbara Clayton known to me, or satisfactorily proved to be the person S described in and who executed the above and fore going instrument and acknowledged to me that they executed the same (known to me to be the John Clayton and Barbara Clayton respectively, of the corporation that is described in and that executed the foregoing instrument, acknowledged to me that such corporation executed the same.)

(this space for recording data only)

 3/30/11
Notary Public



My Commission Expires February 20, 2012

NO. 2011-692532 EASEMENT

EDA SCHUNK THOMPSON, SHERIDAN COUNTY CLERK
MONTANA-DAKOTA UTILITIES CO 400 N FOURTH ST
BISMARCK ND 58501

W.O. _____ Tract NO. _____ LLR NO. _____