

Financel.

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**ADMITTED IN MONTANA

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E. E. LONABAUGH
(1861-1938)

A. W. LONABAUGH
(1896-1971)

MICHAEL C. STEEL
(1974-2008)

RETIRED:
E. E. LONABAUGH

June 25, 2013

R. Douglas Dumbrill
Land Consultant
City of Gillette
P.O. Box 3003
Gillette, WY 82717-3003

Re: Robert Barlow Trust- Gillette Regional Water Project

Dear Doug:

I enclose to you one fully signed copy of the following:

1. Letter Agreement between the City of Gillette and Mr. Barlow as Trustee dated June 24, 2013.
2. Temporary Construction Easement.
3. Permanent Waterline Easement.

After the Permanent Easement document has been recorded, we would appreciate having a recorded copy.

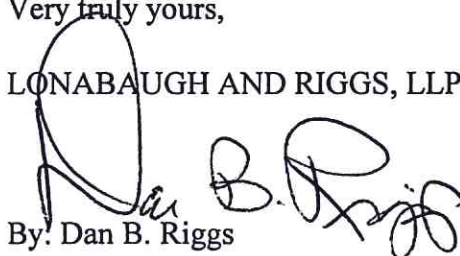
We will be in touch with the City of Gillette when Mr. Barlow requests the payment identified in Paragraph 3 of the Letter Agreement.

Thank you for your cooperation on this project.

Very truly yours,

LONABAUGH AND RIGGS, LLP

By: Dan B. Riggs



DBR/eb

Enclosures

cc: Bob Barlow (w/encl.)



CITY OF GILLETTE

Utilities

P.O. Box 3003 • Gillette, Wyoming 82717-3003

Phone (307) 686-5262

www.gillettewy.gov

June 24, 2013

Robert F. Barlow, Trustee of the Robert F. Barlow Trust
51 Coffeen Ave., Ste. 201, PMB 235
Sheridan WY 82801-4873

Dan B. Riggs
Lonabaugh & Riggs, LLP
P.O. Drawer 5059
Sheridan WY 82801-5059

RE: Gillette Regional Water Project, Phase I District Extensions (5073-01)

Dear Mr. Barlow and Mr. Riggs,

Thank you for the cordial and productive discussions about Gillette's "Madison" water projects last Thursday. We were able to work out a framework for agreement at the meeting and in calls to Mr. Riggs afterwards I think we got the details. I believe the terms of our agreement would be as follows.

- 1.) Mr. Barlow, trustee of the Robert F. Barlow Trust, will convey to the City of Gillette the necessary easements (permanent and temporary) for its Gillette Regional Water Project, Phase I District Extensions, (5073-01). Those easements, revised in conformity with our agreements, are enclosed for execution.
- 2.) The easements discussed above have been modified from those originally requested in our correspondence to Mr. Barlow of 4-10-13. The permanent easement is now a waterline easement only and the reference to "general utility" easement has been deleted. The temporary easement has been generally widened by ten feet and the area calculations have been adjusted. The permanent easement in the section 33 (T50N, R.73W, 6th P.M.) has been widened to reach the east property line and area calculations have been adjusted accordingly.
- 3.) The City will pay a total amount of \$14,727.00 for the requested easements. In general this represents \$45.00 per rod for the entire length of both of the easements regardless of width and regardless of the portion of the easement that is permanent or temporary. (327.27 rods @\$45.00 per rod is \$14,727.00.)
- 4.) The City represents that the anticipated "Madison" waterline will be buried at a minimum six foot depth, and that the Robert R. Barlow Trust will not be restricted by our easements from crossing the waterline with roads or placing other utilities in or across the waterline easement which do not damage or interfere with the water line.

- 5.) Once Mr. Barlow has delivered the executed easements to the City or to Campbell County Abstract, (406 S. Gillette Ave., Gillette, Wyoming), he may set up a closing at his convenience. (This may be set in 2014 at Mr. Barlow's discretion.) It is agreed that, pending closing, the City will have full access to the easements for survey, preparation, construction and testing of its pipeline.
- 6.) The City agrees to place two "tee and valve" locations of up to eight inch (8") diameter on its 8" water transmission line where it runs through the property. The tees will be at a specific locations agreed to by Mr. Barlow and the City. The tee and valve locations will be incorporated into the original (8") "Madison" transmission line construction. Mike Cole can meet with you upon execution of the easements to establish the valve location.

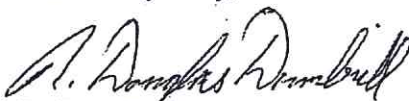
The "tee and valve" location[s] will not be operable until such time as the overall Madison Pipeline Project (now in development) is operational. At that point, the connections can become operable upon approval of the Regional Water Panel and as established by the 2010 "Regional Joint Powers Agreement" between the City of Gillette and Campbell County. This will require a petition and the expansion of the "Designated Service Area" as it is set down originally in the Regional Joint Powers Agreement. The Trust or its successor will then need to enter into a contract with the City of Gillette for water service.

- 7.) Reclamation will be as set forth in the easement. The agreement will be binding upon the parties, their agents, representatives, assigns and successors in interest. The potential for water service only applies to successor[s] in interest of the trust's ownership in property presently owned by the trust which is adjacent to the west side of the subject easements.

If I have correctly memorialized our agreement, please sign below and forward the executed easements to us or the title company. I will then go about making arrangements for payment. As we discussed this contract only becomes final and binding upon approval of the Gillette City Council after proceedings established by law. Mr. Cole and I have had pretty general success getting these approved, and we will present it to the council upon receipt.

Thanks again for you work on this. Please feel free to contact me 307-686-5361, if you have any questions.

Yours Very Truly,



R. Douglas Dumbrell
Land Consultant

RDD/sdg

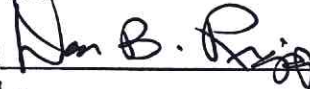
cc: Mike Cole, Utility Project Manager

AGREED TO BY:



Robert F. Barlow, Trustee of the Robert F. Barlow Trust

Witness:



Date:

6/24/13

TEMPORARY CONSTRUCTION EASEMENT

(5073-01) Robert F.Barlow, Trustee of the Robert F. Barlow Revocable Trust

Robert F.Barlow, Trustee of the Robert F. Barlow Revocable Trust of 51 Cofeen Ave., Ste. 201, PMB 235, Sheridan, WY, 828014873, hereinafter GRANTOR(S), for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged does Grant and Convey to the City of Gillette, Wyoming, a municipal corporation and city of the first class, of 201 East Fifth Street, P.O. Box 3003, Gillette, Wyoming, 82717, hereinafter GRANTEE a temporary construction easement in and to the following described tract of land:

See attached Exhibit "A" and Exhibit "A-Pg. 2 & 3" which is incorporated herein by reference.

This grant is made to Grantee, its successors, licensees and assigns to have and to hold the lands described above as a TEMPORARY CONSTRUCTION EASEMENT to be used during construction activities of the new Gillette Regional Water Supply Project ("Madison" project). Grantee, its successors, licensees and assigns, shall have the right of ingress and egress, and also the right to temporarily operate, and park machinery upon the land described above during construction of the new Gillette Regional Water Supply Project ("Madison" project). The easement also includes an immediate right to use the property to survey, lay-out, prepare, construct, and complete the project.

At the conclusion of construction and any reconstruction or repair activities within the easement, GRANTEE shall restore the surface and any improvements damaged and any adjacent areas disturbed during the construction activities to a condition substantially equal to the condition of the disturbed or damaged areas before the construction within the easement. The signers below represent that they sign with full authority and consent of the Grantors identified above.

GRANTOR(S):

BY: *Robert F. Barlow*

Robert F.Barlow, Trustee of the Robert F. Barlow Revocable Trust

STATE OF Wyoming)
) ss.
County of Sheridan)

The above and foregoing instrument was acknowledged before me by Robert F.Barlow, Trustee of the Robert F. Barlow Revocable Trust, this 24th day of June, 2013, who stated that his signature hereto is the free and voluntary act of the Robert F. Barlow Revocable Trust.

My Commission Expires:

6/7/16

Dan B. Riggs
Notary Public

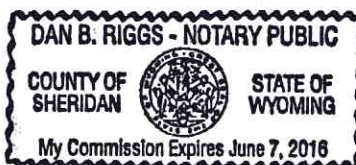
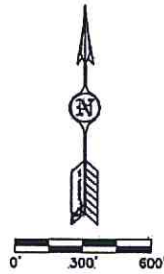


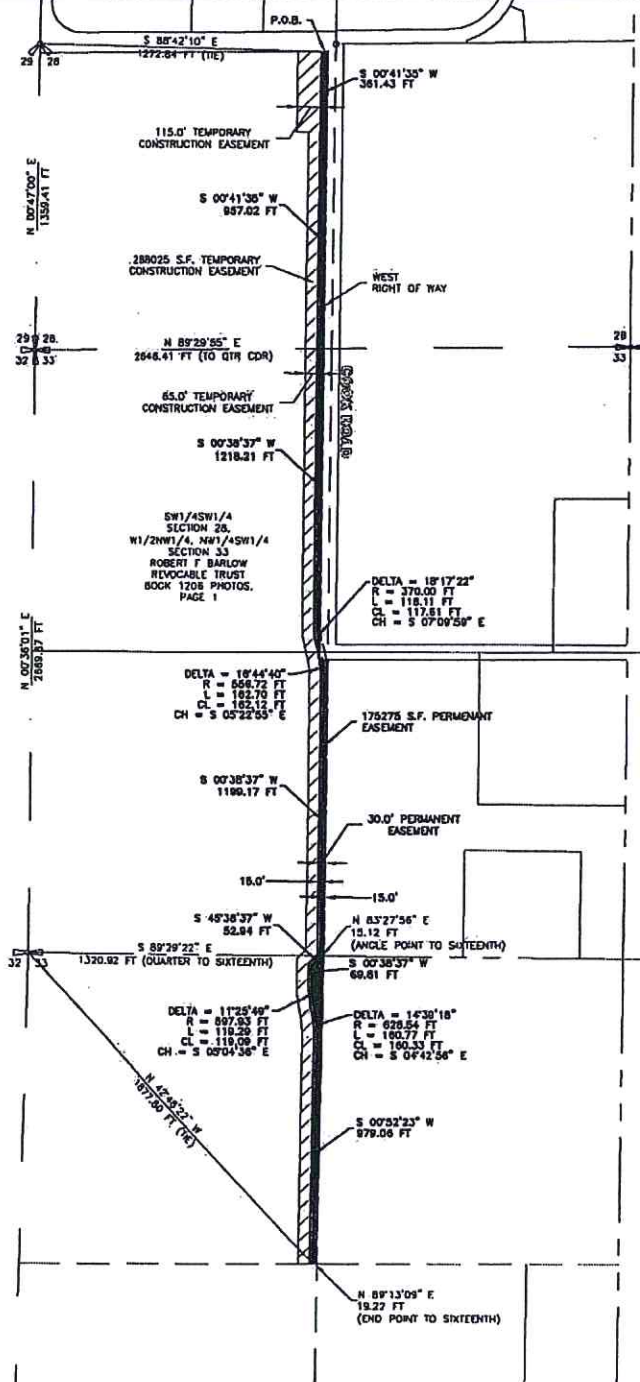
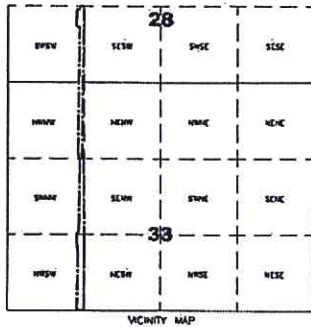
EXHIBIT "A"
AN EASEMENT LOCATED IN A PORTION OF THE SW1/4SW1/4
SECTION 28, W1/2NW1/4, NW1/4SW1/4 SECTION 33,
130N, R73W OF THE 6TH P.M.,
CAMPBELL COUNTY, WYOMING



- LEGEND**
- SECTION LINE
 - QUARTER SECTION LINE
 - SIXTEENTH SECTION LINE
 - PERMANENT EASEMENT
 - CONSTRUCTION EASEMENT
 - ⊕ FOUND SECTION CORNER
1991 BLM BRASS CAP
 - ⊕ FOUND QUARTER CORNER
1991 BLM BRASS CAP
 - ⊕ FOUND SIXTEENTH CORNER
1.5" ALUMINUM CAP AND STAMPING
POSITION ACCEPTED BY BLM
 - FOUND PROPERTY CORNER
REBAR & PLASTIC CAP PLS 4789

DATE: 04/17/13
PROJECT NUMBER: 123569.00
GRANTOR: ROBERT F BARLOW REVOCABLE TRUST

BASIS OF BEARING: WYOMING STATE PLANE GRID,
NAD83, EAST ZONE (+901)
GRID TO GROUND CONVERSION: 1.00025907
***ALL AREAS ARE COMPUTED TO GROUND



SURVEYOR'S CERTIFICATE

I, DAVID L VILEM, DO HEREBY CERTIFY THAT I AM A REGISTERED LAND SURVEYOR, LICENSED UNDER THE LAWS OF THE STATE OF WYOMING, THAT THIS DRAWING WAS MADE FROM NOTES TAKEN DURING AN ACTUAL SURVEY AND IS A TRUE REPRESENTATION OF THE SURVEY.



PCA ENGINEERING, INC.
4508 MIDWALK BLVD.
P.O. BOX 2165
GILLETTE, WYO. 82716
PH. (307) 687-0800

**Legal Description – Temporary Construction Easement
5073-01 Robert F. Barlow Revocable Trust
June 17, 2013**

A temporary easement located in the SW1/4SW1/4 of Section 28 and the W1/2NW1/4, NW1/4SW1/4 Section 33, T50N, R73W of the 6th P.M., Campbell County, Wyoming, as recorded in Book 1206 of Photos, Page 1 of the Campbell County Clerks records, being more particularly described as follows:

Commencing at the south sixteenth corner of Section 28 and 29, being monumented by a 1 1/2" aluminum cap no stamping, position accepted by the BLM;

Thence S88°42'10"E, 1272.84 feet to a point on the south right of way of Cook Road, also being the easterly limits of aforementioned temporary easement and being the point of beginning;

Thence along said easterly limits, being the beginning of a 110 foot wide temporary easement, parallel with the west right of way of said Cook Road, S00°41'35"W, 361.43 feet to the end of said 110 foot wide temporary easement;

Thence continuing along said easterly limits, being the beginning of a 65 foot wide temporary easement, parallel with said west right of way, S00°41'35"W, 957.02 feet to a point;

Thence continuing along said easterly limits and parallel with said west right of way, S00°38'37"W, 1218.21 feet to a non-tangent curve concave to the east;

Thence continuing along said easterly limits and no longer parallel with Cook Road, through said curve with a delta angle of 18°17'22", a radius length of 370.00 feet, an arc length of 118.11 feet, a chord bearing of S07°09'59"E and a chord length of 117.61 feet to a non-tangent curve concave to the west;

Thence continuing along said easterly limits, through said curve with a delta angle of 16°44'40", a radius length of 556.72 feet, an arc length of 162.70 feet, a chord bearing of S05°22'55"E and a chord length of 162.12 feet to a point;

Thence continuing along said easterly limits, parallel with the west sixteenth line of aforementioned Section 33, S00°38'37"W, 1199.17 feet to a point;

Thence continuing along said easterly limits, S45°38'37"W, 52.94 feet to a point;

Thence continuing along said easterly limits, S00°38'37"W, 69.81 feet to a non-tangent curve concave to the east;

Thence continuing along said easterly limits, through said curve with a delta angle of 11°25'49", a radius length of 597.93 feet, an arc length of 119.29 feet, a chord bearing of S05°04'36"E and a chord length of 119.09 feet to a non-tangent curve concave to the west;

Thence continuing along said easterly limits, through said curve with a delta angle of 14°39'18", a radius length of 628.54 feet, an arc length of 160.77 feet, a chord bearing of S04°42'56"E and a chord length of 160.33 feet to a point;

Thence continuing along said easterly limits, S00°52'23"W, 979.06 feet the point of termination, from which the west quarter corner of aforementioned Section 33 lies N42°48'22"W, 1877.80 feet, monumented by a 1991 BLM brass cap.

The sidelines of said temporary easement are to be shortened or extended to prevent gaps and overlaps.

Said temporary easement contains 288025 square feet more or less.

The area computed does not include the permanent easement area. All areas are computed at ground.

All measured distances are grid, for conversion to ground, multiply by 1.00025907.

The basis of bearing for this legal description and for the attached Exhibit "A" is Wyoming State Plane Grid, NAD83, East Zone (4901).

PERMANENT WATERLINE EASEMENT
Robert F. Barlow, Trustee of the Robert F. Barlow Revocable Trust
5073-01

Robert F. Barlow, Trustee of the Robert F. Barlow Revocable Trust of 51 Cofeen Ave., Ste. 201, PMB 235, Sheridan, WY 828014873 hereinafter GRANTOR, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged does Grant, Convey, and Warrant to the City of Gillette, Wyoming, a municipal corporation and city of the first class, of 201 E. 5th St, P.O. Box 3003, Gillette, Wyoming, 82717 hereinafter GRANTEE, a Permanent Waterline Easement in and to the following described tract of land:

LEGAL DESCRIPTION
5073-01

A permanent waterline easement located in the SW1/4SW1/4 of Section 28 and the W1/2NW1/4, NW1/4SW1/4 Section 33, T50N, R73W of the 6th P.M., Campbell County, Wyoming, as recorded in Book 1206 of Photos, Page 1 of the Campbell County Clerks records, being more particularly described as follows:

Commencing at the south sixteenth corner of Section 28 and 29, being monumented by a 1 1/2" aluminum cap with no stamping, position accepted by the BLM resurvey;

Thence S88°42'10"E, 1272.84 feet to a point on the south right of way of Cook Road and being the point of beginning;

Thence along aforementioned centerline, being the centerline of a 30 foot wide waterline easement, parallel with the west right of way of said Cook Road, the easterly limits of aforementioned permanent waterline easement being along and coincident with the west right of way of Cook Road, S00°41'35"W, 361.43 feet to a point;

Thence continuing along said centerline and parallel with said west right of way, S00°41'35"W, 957.02 feet to a point located on the section line of aforementioned Sections 28 and 33;

Thence continuing along said centerline and parallel with said west right of way, S00°38'37"W, 1218.21 feet to a non-tangent curve concave to the east;

Thence continuing along said centerline and no longer parallel with Cook Road, excepting where located within said Cook Road right of way, through said curve with a delta angle of 18°17'22", a radius length of 370.00 feet, an arc length of 118.11 feet, a chord bearing of S07°09'59"E and a chord length of 117.61 feet to a non-tangent curve concave to the west;

Thence continuing along said centerline, said easterly limits leaving said west right of way, the easterly limits being along and coincident with the west sixteenth line of Section 33, through said curve with a delta angle of $16^{\circ}44'40''$, a radius length of 556.72 feet, an arc length of 162.70 feet, a chord bearing of $S05^{\circ}22'55''E$ and a chord length of 162.12 feet to a point;

Thence continuing along said centerline, parallel with said west sixteenth line, the easterly limits continuing to be coincident with said west sixteenth line, $S00^{\circ}38'37''W$, 1199.17 feet to a point, from which the center west sixteenth corner position lies $N83^{\circ}27'56''E$, 15.12 feet, no monumentation;

Thence continuing along said centerline, no longer parallel with said west sixteenth line, the easterly limits continuing to be coincident with said west sixteenth line, $S45^{\circ}38'37''W$, 52.94 feet to a point;

Thence continuing along said centerline, the easterly limits continuing to be coincident with said west sixteenth line, $S00^{\circ}38'37''W$, 69.81 feet to a non-tangent curve concave to the east;

Thence continuing along said centerline, the easterly limits continuing to be coincident with said west sixteenth line, through said curve with a delta angle of $11^{\circ}25'49''$, a radius length of 597.93 feet, an arc length of 119.29 feet, a chord bearing of $S05^{\circ}04'36''E$ and a chord length of 119.09 feet to a non-tangent curve concave to the west;

Thence continuing along said centerline, the easterly limits continuing to be coincident with said west sixteenth line, through said curve with a delta angle of $14^{\circ}39'18''$, a radius length of 628.54 feet, an arc length of 160.77 feet, a chord bearing of $S04^{\circ}42'56''E$ and a chord length of 160.33 feet to a point;

Thence continuing along said centerline, the easterly limits continuing to be coincident with said west sixteenth line, $S00^{\circ}52'23''W$, 979.06 feet the point of termination on the south line of the NW1/4SW1/4 of aforementioned Section 33, from which the west quarter corner of aforementioned Section 33 lies $N42^{\circ}48'22''W$, 1877.80 feet, monumented by a 1991 BLM brass cap, also the southwest sixteenth position lies $N89^{\circ}13'09''E$, 19.22 feet, no monumentation.

The sidelines of said permanent waterline easement are to be shortened or extended to prevent gaps and overlaps.

Said waterline easement contains 175275 square feet more or less. This area does not include the area inside the Cook Road right of way.

All areas are computed at ground.

All measured distances are grid, for conversion to ground, multiply by 1.00025907.

The basis of bearing for this legal description and for the attached Exhibit "A" is Wyoming State Plane Grid, NAD83, East Zone (4901).

The waterline easement is further shown and described by the drawing attached as Exhibit "A".

Said waterline easement is subject to any right-of-way and or easements, reservations and encumbrances of record or implied.

Said waterline easement unto GRANTEE, its successors, licensees and assigns to have and to hold forever in the lands described above for a waterline easement over, under, upon and within which to construct, maintain, service, reconstruct, operate, and locate at any time and from time to time any public water pipelines and support or operation structure or equipment in the discretion of the GRANTEE. The easement is dominant but non-exclusive in nature and the GRANTOR is not prohibited or restricted from crossing the easement with roads or placing other utilities across or within the waterline easement if they do not damage or interfere with the waterline.

At the conclusion of initial construction and any reconstruction or repair activities within the waterline easement, GRANTEE shall restore the surface and any improvements damaged and any adjacent areas disturbed during the construction or repair activities to a condition substantially equal to the condition of the disturbed or damaged area before construction within the waterline easement.

GRANTOR(S):

BY: _____

Robert F. Barlow, Trustee of the Robert F. Barlow Revocable Trust

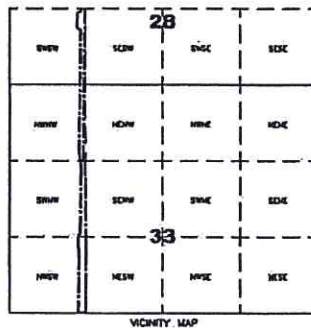
STATE OF Wyoming)
) ss.
County of Shenandoah)

The above and foregoing instrument was acknowledged before me by Robert F. Barlow, Trustee of the Robert F. Barlow Revocable Trust, this 24th day of June, 2013, who stated that his signature hereto is the free and voluntary act of the Robert F. Barlow Revocable Trust

My Commission Expires: _____

N. B. Davis
Notary Public

AN EASEMENT LOCATED IN A PORTION OF THE SW1/4SW1/4
SECTION 28, W1/2NW1/4, NW1/4SW1/4 SECTION 33,
T30N, R73W OF THE 6TH P.M.
CAMPBELL COUNTY, WYOMING



PCA ENGINEERING, INC.
4505 HIGHWAY BLVD.
P.O. BOX 2187
GALETTI, WYO. 82716
PH. (307) 687-0600