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CITY OF GILLETTE

Finance

Land Consultant

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

Phone 307.686.5361

www.gillettewy.gov

CCA

August 27, 2013

07ENS8

301-70-72-441-70-47411

4972-REB

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

Edward Hoffman
The Marna M. Kuehne Foundation
P.O. Box 6064
Sheridan WY 82801

Dear Mr. Riggs and Mr. Hoffman,

I am writing you concerning your correspondence with Powder River Energy Corporation dated May 3, 2013 (copy enclosed.)

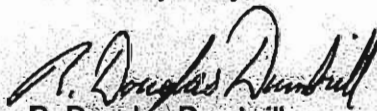
Mr. Riggs and I have negotiated the completion of that transaction and settled all payment obligations upon the terms I memorialize here:

- 1.) The City of Gillette, Wyoming agrees to pay the Marna M. Kuehne Foundation an additional \$10,255.00 in settlement of any obligations it or Powder River Energy Corporation may have regarding the electrical easement discussed in the May 3, 2013 correspondence and executed and delivered to Powder River Energy Corporation on May 6, 2013. This \$10,255.00 payment also secures the additional considerations identified below to the City of Gillette and/or Powder River Energy Corporation.
 - a.) In addition to the previously granted permanent easement (to PRECorp), the Marna M. Kuehne Foundation will grant the City of Gillette the enclosed temporary construction easement for fifty feet on each side of the one hundred foot permanent easement. This temporary construction easement will be fully assignable by the City of Gillette.
 - b.) Upon request made within the next two years, the Marna Kuehne Foundation will for no additional consideration grant any necessary adjustment to the permanent easement to correctly reflect the 69K power line for the City of Gillette's Donkey Creek Pump Station "as built."
 - c.) The Marna M. Kuehne Foundation, its officers and directors will keep the consideration paid for the easement confidential, not disclosing the same except as may be required by lawful legal process or the consent of the City of Gillette.

If I have set down terms you can agree to, please sign below. I will set about getting City Council approval and securing payment. As always I cannot make this agreement final on behalf of the City until City Council approval is obtained after the proceedings required by law. After approval, I can close this matter and deliver payment. To that end would you also fill out and send the enclosed "Vendor Form" for the City Finance Dept.

Thanks for your cooperation. Please feel free to call me at 307-686-5361 with any questions or concerns.


Yours Very Truly,


R. Douglas Dumbrell
Land Consultant

RDD/sdg

cc: Mike Cole, Utility Project Manager

AGREED TO BY:


Edward Hoffman, as president of the Mama M. Kuehne
Foundation, A Wyoming not for profit Corporation

Date


Dan Riggs, Lonabaugh & Riggs, LLP

8/10/13

Date

TEMPORARY CONSTRUCTION EASEMENT

The Marna M. Kuehne Foundation, a Wyoming not for profit corporation of P.O. Box 6064, Sheridan, Wyoming, 82801, 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 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, hereinafter GRANTEE a temporary construction easement in and to the following described tract of land:

See attached Exhibit "A" for representation of this temporary construction easement 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) Donkey Creek Pump Station 69 KV electrical line. 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.

This Temporary Construction Easement is agreed to be fully assignable by the City of Gillette and its successors, licensees, and assigns and to any third party without further consent or approval of the Grantor.

At the conclusion of construction and any reconstruction or repair activities within the easement, GRANTEE and any successor or assignee 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. This easement terminates automatically at the conclusion of construction and any associated reclamation work.

GRANTOR:

BY:

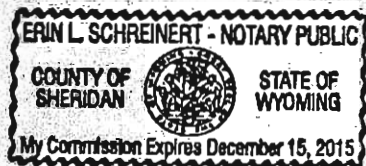
Edward Hoffman
Edward Hoffman, as president of the Marna M. Kuehne Foundation, A Wyoming not for profit Corporation

STATE OF Wyoming)
) ss.
County of Sheridan)

The above and foregoing instrument was acknowledged before me by Edward Hoffman, as president of the Marna M. Kuehne Foundation, A Wyoming not for profit Corporation by authority of its board of directors, this 4th day of September, 2013.

My Commission Expires: Dec. 15, 2015

Erin L. Schreinert
Notary Public





CITY OF GILLETTE

GIS Division
P.O. Box 3003
Gillette, Wyoming 82717-3003
Phone (307) 686-5364
www.gillettawy.gov

Legend

== PowerLine

— Centerline of Easement

■ 100 ft. Permanent Easement

□ 50 ft. Temp. Construction Easements

□ County Tax Parcels

Exhibit "A"

Y:\GIS Work\Administration\
CityAttorney\McNally\Easement.mxd

THE INFORMATION ON THIS DRAWING WAS OBTAINED FROM
RECORD AND DESIGN DRAWINGS. THE CITY OF GILLETTE MAKES NO
GUARANTEE REGARDING THE ACCURACY OF THIS DRAWING OR
THE INFORMATION CONTAINED THEREIN.



Kuehne Foundation Powerline Easement

August 16, 2013

Stacy With DEJIDE, Esq.
Productivity Technology Solutions

