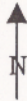


RIGHT-OF-WAY PERMIT - UG CORPORATION

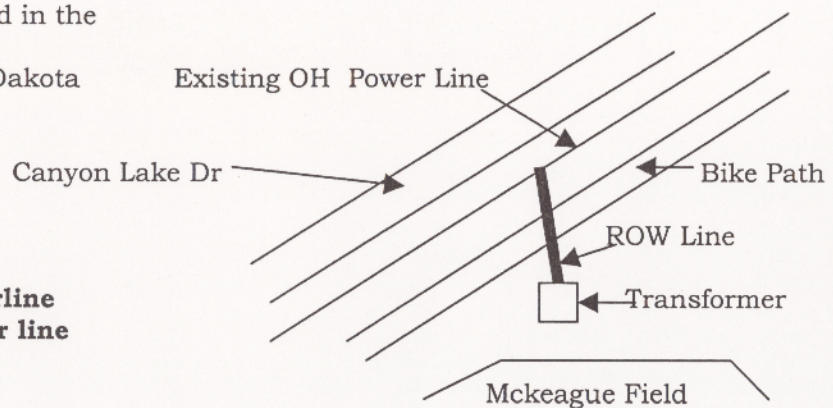
I, or We, City of Rapid City, in consideration of the sum of \$1.00, receipt of which is hereby acknowledged, hereby grants to BLACK HILLS POWER, INC., having its principal place of business and post office address at 625 Ninth Street, P.O. Box 1400, Rapid City, South Dakota 57709, its successors and assigns, a perpetual right-of-way and easement to construct, operate and maintain, repair, alter, inspect, remove, upgrade, enhance and replace an electrical power system consisting of buried cables or wires, surface terminals, surface markers, transformer pads or vaults, and an electrical power line with poles, wires and associated equipment, and all necessary attachments and appurtenances, with the right of ingress and egress therefor, together with the power to extend to any communications company the right to use any pole or trench placed pursuant to the provisions hereof, upon, over and across that certain piece of real estate hereinafter described, together with the right to cut, trim, or remove from said right-of-way any brush, trees, stumps, or roots where necessary to secure a clearance from the conductors of at least 10 feet on each side of the center line of said right-of-way. This easement shall run with the land.

The real estate above referred to is specifically described as follows:

Tract 8 of the Greenway Tract located in the
SE ¼ NW ¼ Section 3, T1N, R7E
B.H.M., Pennington County, South Dakota



NOTE: **The centerline of the powerline
as constructed is the center line
of the easement.**



The foregoing right is granted upon the express condition that Black Hills Power, Inc. will assume liability for all damage to the hereinbefore described property caused by said Black Hills Power, Inc. failure to use due care in its exercise of the granted right.

Dated this _____ day of _____, 2002.

Signed: _____

[Corporate Seal]

Signed: _____

STATE OF: South Dakota

COUNTY OF: Pennington

On this ____ day of _____, 2002, before me, the undersigned officer, personally appeared _____ and _____, who acknowledged themselves to be the President and Secretary, respectively, of the _____, a Corporation, and that they as such officers, being authorized so to do, executed the foregoing instrument for the purposes herein contained, by signing the name of the Corporation by themselves as such officers.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires
(Seal)

Prepared By: Robert M. Usera
Black Hills Power, Inc.
P.O. Box 1400
Rapid City, SD 57709
605-721-3200

Notary Public