

After Recording, Return To:
NorthWestern Energy
Lands & Permitting Department
11 East Park Street
Butte, MT 59701-1711

UNDERGROUND ELECTRIC POWERLINE EASEMENT

CITY OF BILLINGS, a government entity, of PO Box 1178, Billings, MT 59103, hereinafter referred to as "Grantor", in consideration of \$1.00 and other good and valuable consideration, in hand paid, the receipt of which is acknowledged, does grant and convey to **NORTHWESTERN CORPORATION, a Delaware corporation, D/B/A NORTHWESTERN ENERGY, 11 East Park Street, Butte, MT 59701-1711,** hereinafter referred to as "Grantee", and to its successors, assigns and apportionees, an underground easement up to ten feet (10') in width, upon which to construct, operate, maintain, replace, upgrade, and remove an underground electric powerline, transformer and necessary appurtenances that may extend beyond the easement width, over, under, along and across that certain real property located in Yellowstone County, Montana, and particularly described as follows:

TOWNSHIP 1 SOUTH, RANGE 26 EAST, M.P.M., Yellowstone County, Montana

Section 17: That portion of the N2N2N2SE4 of said section, in the City of Billings, Montana, on file in the office of the Clerk & Recorder of Yellowstone County, Montana under Doc. No. 3961824

As described on Exhibit "A", attached hereto and made a part hereof.

TOGETHER with reasonable right of access to and from the easement area over lands of the Grantor using existing roads and trails where practicable; the right to use and keep the easement area free and clear of any and all obstructions or structures, except fences; and the right to clear and remove all timber, brush, or vegetation outside of the easement area that may, in the Grantee's sole opinion, endanger the powerline, communications system, transformers, pedestals, and necessary appurtenances. The Grantee may temporarily use additional working space as needed adjacent to the easement during construction.

GRANTOR covenants with the Grantee that the Grantor is lawfully seized and possessed of the real estate above-described, and that the Grantor has a good and lawful right to convey it, or any part thereof.

DATED this _____ day of _____, 20____.

GRANTOR: CITY OF BILLINGS, a government entity

By: _____
Signature Print Title

Acknowledgements appear on following page

STATE OF _____)
)ss.
COUNTY OF _____)

This instrument was acknowledged before me on _____, 20____,
by _____ the _____ of
CITY OF BILLINGS, a government entity

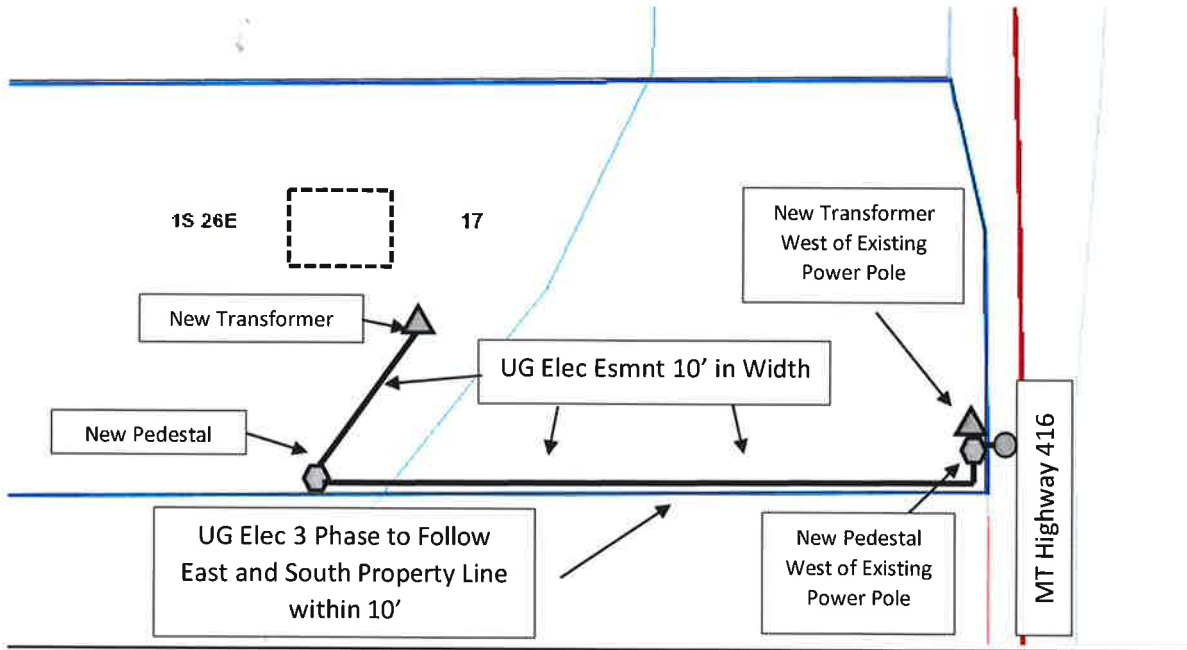
(NOTARY SEAL)

Notary Signature: _____
Notary Print Name: _____
Notary Public for the State of _____
Residing at _____
My Commission Expires _____, 20____

Project: UG PLine/City of BLGS
Agent: C. Montgomery/T. Morton
SAP No.: 24131904-1020
Qrm# _____

Exhibit "A"

The following is made a part of that certain Underground Electric Powerline Easement dated _____ by and between CITY OF BILLINGS, a government entity, of PO Box 1178, Billings, MT 59103, hereinafter known as "Grantor" and Northwestern Corporation, a Delaware corporation, D/B/A NorthWestern Energy, hereinafter known as "Grantee".
All distances, areas and measurements shown below are approximate and not to scale.



Township 1 South, Range 26 East, M.P.M., Yellowstone County, MT
Section 17: That portion of the N2N2N2SE4 of said section, in the City of Billings, Montana, on file in the office of the Clerk & Recorder of Yellowstone County, Montana under Doc. No. 3961824