

EXECUTION COPY

WHEN RECORDED RETURN TO:

Black Hills Corporation
 350 Indiana Street, Suite 400
 Golden, Colorado 80401
 Attn: Carolyn Sheffield

STATE OF NEBRASKA } ss
 SALINE COUNTY

Entered in numerical index and filed on
 record, the 5 day of August
 2008 at 9:00 o'clock A M. and recorded
 in Book 363 of Records Page 976-984

By David J. Hester
 County Clerk

No.	Gen.	Num.	Paged	
<u>HR</u>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	
<u>OK</u>				

Register of Deeds

From and Return to:
 Nebraska Title Company
 P. O. Box 6169
 Lincoln, NE 68506-0169
 Fee: \$96.50 paid

ASSIGNMENT OF EASEMENTS

This Assignment of Easements ("Assignment"), is made as of July 14, 2008, by and between Aquila, Inc., a Delaware corporation ("Assignor"), and Black Hills/Nebraska Gas Utility Company, LLC, a Delaware limited liability company ("Assignee"). Unless otherwise indicated, capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Asset Purchase Agreement (as defined below).

WHEREAS, Assignor, Black Hills Corporation, a South Dakota corporation ("BHC"), and certain other entities have signed that certain "Asset Purchase Agreement" dated as of February 6, 2007 (the "Agreement"), which Agreement contemplates the conveyance of certain assets to BHC, including, without limitation, the easements lying, being, and situate in the County of Saline and State of Nebraska legally described on Exhibit A attached hereto (the "Easements"); and

WHEREAS, BHC has formed Assignee and has designated Assignee to be the title holder of the Easements, and Assignor is willing to recognize such designation subject to Assignee's acceptance of the warranty limitations below.

NOW, THEREFORE, pursuant and subject to the terms of the Asset Purchase Agreement and in consideration of the mutual covenants set forth below and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby assigns and transfers all of the Easements to Assignee, and Assignee hereby accepts such assignment.
2. Assignor and Assignee agree, on behalf of themselves and their respective successors and assigns, to do, execute, acknowledge, and deliver, or to cause to be done, executed acknowledged, and delivered, all such further acts, documents, and instruments that may reasonably be required to give full effect to the intent of this Assignment.
3. This Assignment is being delivered pursuant to the Asset Purchase Agreement and will be construed consistently therewith. This Assignment is not intended to, and does not, in any manner, enhance, diminish, or otherwise modify the rights and obligations of the parties under the Asset Purchase Agreement. To the extent that any provision of this Assignment

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conflicts or is inconsistent with the terms of the Asset Purchase Agreement, the terms of the Asset Purchase Agreement will govern.

4. This Assignment may be executed in multiple counterparts (each of which will be deemed an original, but all of which together will constitute one and the same instrument), and may be delivered by facsimile transmission, with originals to follow by overnight courier or certified mail (return receipt requested).

5. This Assignment and all of the provisions hereof will be binding upon and inure to the benefit of the Assignor and Assignee and their respective successors and permitted assigns.

(Signature Page Follows)

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

The foregoing instrument was acknowledged before me this 10 day of July, 2008, by Christopher Reitz as Senior Vice President, General Counsel and Corporate Secretary of Aquila, Inc., a Delaware corporation, on behalf of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

Linda Tabolsky

Notary Public Signature

My Commission Expires:

5/31/09

[SEAL]

LINDA TABOLSKY
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
Commission #03511240
My Commission Expires: May 31, 2009

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

The foregoing instrument was acknowledged before me this 10 day of July, 2008, by Steven J. Helmers as Senior Vice President and General Counsel of Black Hills/Nebraska Gas Utility Company, LLC, a Delaware limited liability company, on behalf of the limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

Linda Tabolsky

Notary Public Signature

My Commission Expires:

5/31/09

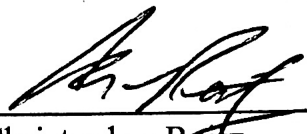
[SEAL]

LINDA TABOLSKY
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
Commission #05511240
My Commission Expires: May 31, 2009


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IN WITNESS WHEREOF, Assignee and Assignor have caused this Assignment to be signed by their respective and duly authorized officers as of the date first above written.

AQUILA, INC., a Delaware corporation

By: 
Name: Christopher Reitz
Title: Senior Vice President, General Counsel and
Corporate Secretary

BLACK HILLS/NEBRASKA GAS UTILITY
COMPANY, LLC, a Delaware limited liability
company

By: 
Name: Steven J. Helmers
Title: Senior Vice President and General Counsel

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EXHIBIT A

Legal Descriptions

State of Nebraska – Saline County

Property Owner	Date Recorded	S	T	R	Book	Page	Legal Description
Doug Oliva	2004-03-11	21	6N	4E	27	396	10 ft. wide strip across part of Olive Rock Estates in Sec. 21, T6N, R4E, Wilber, easement extends 5 ft. into both Lots 20 & 21 from shared lot line.
Farmers & Merchants Bank of Dewitt, G.Kracke, Pres	1931-11-04	13	5N	4E	77	109	Over that part of NW/4SW/4 of Sec. 13, T5N, R4E, lying S of r-o-w of Chicago, Burlington & Quincy Railroad, DeWitt, Saline Co.
Edwin & Mathilde Ebke, husband & wife	1930-10-27	23	5N	4E	77	9	SE/4SE/4 of Sec. 14 & N/2NE/4 of Sec. 23, all in T5N, R4E of 6th P.M., DeWitt, Saline County.
Theodore & Reatha Schuerman, husband & wife	1950-03-24	14	5N	4E	89	645	SW/4SE/4 of Sec. 14, T5N R4E, DeWitt, Saline County.
Jesse Wood	1930-10-27	23	5N	4E	75	280	S/2NE/4 of Sec. 23, T5N, R4E of 6th P.M., DeWitt, Saline County.
F. A. & Mary Schuerman, husband & wife	1930-10-27	23	5N	4E	77	8	SE/4NW/4 & NE/4SW/4 & S/2SW/4, Sec. 23, T5N, R4E of 6th P.M., DeWitt, Saline Co.
Henry Kreuzer	1930-10-27	26	5N	4E	77	10	W/2NW/4 in Sec. 26., T5N, R4E of 6th P.M., DeWitt, Saline Co.
A.D.H. & Mary R. Tietjen, husband & wife	1930-12-02	26	5N	4E	77	19	Part of NW/4SW/4 of Sec. 26., T5N, R4E of 6th P.M., DeWitt, Saline Co.
ALbert & Josie V. Federman, husband & wife	1930-10-27	27	5N	4E	75	282	SE/4 of Sec. 27, T5N, R4E of 6th P.M., DeWitt, Saline Co.
Fred & Emma Dunn, husband & wife	1930-10-27	34	5N	4E	77	13	NE/4 of Sec. 34, T5N, R4E of 6th P.M., DeWitt, Saline Co.
B. R. & Clara Dunn, husband & wife	1930-10-27	34	5N	4E	77	11	SE/4NW/4 of Sec. 34, T5N, R4E of 6th P.M., Saline Co.
Anna G. Tietjen; A. A. & H. Eva Tietgen	1930-10-27	34	5N	4E	77	12	SW/4 of Sec. 34, T5N, R4E of 6th P.M., Saline Co.
Saline County		14&23	5N	4E			Bridge crossing over Swan Creek, W of

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Property Owner	Date Recorded	S	T	R	Book	Page	Legal Description
Bd. of Commissioners							DeWitt, Saline Co., bet Sec. 14 & 23, T5N, R4E of 6th P.M.
Miller, Edna M. and Dan	1957-12-20	20	8	3	99	698	E/2 of Part #1 in N/2NW/4 of Sec. 20, T8N, R3E of 6th P.M., and irregular tract of land of Land #3 located in NE/4NW/4 of Sec. 20, T8N, R3E of 6th P.M., Dorchester, NE.
Chaloupka, Adolph and Augustie E.	1930-10-30				75	276	Lots 432 & 429, Wilbur.
Pospisil, Jennie and Henry	1930-10-30				75	276	Lots 457 and 550, Wilbur.
Zwonecek, Anna and Mr. & Mrs. Robert F. Safarik	1930-10-30	14	6	4	75	277	NW/4SW/4 of Sec. 14, T6N, R4E, Wilbur.
Havel, Robert	1931-04-01				75 of Deeds	430	S/2 of Lots 1, 2, 3, Blk. 7, 3rd Add., Wilbur.
Svoboda, Henry E.	1949-11-26						Continuation of alley 150 ft. N of Lot 3, Blk. 2, 1st Add., Wilbur.
City of Wilber, Irvin Beck, Mayor	1958-10-10				101 of Deeds	107	N/2 of vacated portion of 5th St. lying S of and immediately adjacent to Lot 385 in Wilber, extending from Main St. westward to platted alley running N & S approx. 132 ft. W of Main St., Wilbur.
Horky, Albert and Minnie M.	1966-03-30	15	6	4	114 of Deeds	327	Beg. at a pt. 9.32 ft. N of NE cor. of Lot 36, Horacek's Add. to City of Wilber; th. N 67 ft.; th. E 53 ft.; th. S 10 ft.; th. W 43 ft.; th. S 57 ft.; th. S 10 ft. to the place of beg., all in E/2SW/4 of Sec. 15, T6N, R4E, Wilbur.
IOOF #69, Frank T. Hamilton, Trustee	1930-12-20				75 of Deeds	320	Part 227 & 228, Blk. 10½, City of Friend.
Samuelson Estate	1930-12-20				75 of Deeds	321	Part 227 & 228, Blk 10½, City of Friend.
Yokel, J. E.	1930-12-20				75 of Deeds	319	Part 227 & 228, Blk. 10½, City of Friend.
Craig, W. H.	1948-12-16				89	425	Lot 150 & N 3 ft. of Lot 151, Friend.
Craig, W. H.							Lot 150 & N 10 ft. of Lot 151, Blk. 5, Friend.
Mueller, F. A.	1949-08-30						Lot 148, Friend.
Hayes, Mrs. Carrie	1949-08-30						Lot 149, Friend.
Deines, Frantz C.	1949-08-30				89	559	Lots 143 & 144, Friend.
Drake, Ester E. and Ervine A.	1949-12-30				89	561	Lot 147, Friend.
Turner, Donald F.	1949-08-30				89	558	Lot 142, Friend.
Friend Lodge #73, Ray C.	1949-08-30				89	560	Lot 146, Friend.

Property Owner	Date Recorded	S	T	R	Book	Page	Legal Description
Miller, Master							
Milton, Harry E.	1950-07-13	14	8	1	94 of Deeds	1	SE¼ of Sec. 14, T8N, R1E within 15 ft. of W property line, Friend.
Algermissen, Charles A. and Clara	1931-02-27				75	377	W½ of strip of land described as being on the W by the E side of Boswell Avenue on the N by the N line of 14th St. On the E by the W line of the first N and S St. E of said Boswell Ave. and on the S by a line extended E from the center of 14th St. and parallel w/N line of 14th St., Crete.
Havlicek, C. W.							Lot 10, Blk. 143, Crete.
Shestak, Hattie E.	1933-01-06				79 of Deeds	86	S 48 ft. of Lots 1 and 2, Blk. 137, Crete.
Miller, Edna M. and Daniel J.	1930-09-12	20	8	3	75 of Deeds	230	E½ of part 1 in N/2NW/4 of Sec. 20, T8N, R3E of the 6th P.M., Crete.
Mooberry, Bernard and Lillian	1933-04-17				79 of Deeds	163	Lot 1, Blk. 4, Crete.
The Crete Mills by A. L. Johnson, Pres.	1945-02-24				86	178	Property of Crete Mills as per sketch in file, Crete.
Parker-Jacobsen Lumber Co., Ed M. Parker, Sec-Trea	1945-02-24				86	180	Easement to stay within 2 ft. of the N property line of the Parker-Jacobsen Lumber Co., Crete.
Sedlacek, Jenny and Jerry	1949-07-06				89	518	E½ of alley between Lots 1, 2, 3, 10, 11, 12, Blk. 133, Crete; which reverted to said Lots 1, 2, & 3 by virtue of vacation of said alley.
Novak, Emil and Irma E.	1949-07-06				89	515	Lot 14, Blk. 128, Crete.
Kindle, Francis E.	1949-07-06				89	516	Lots 15, 16, 17, Blk. 128, Crete.
Kozlik, Joseph J. and Emma & Rezabek, Gertrude	1949-07-06				89	517	Lot 18, Blk. 128, Crete.
Juricek, Rosie A.	1955-11-05				99	286	Lots 8, 9, & 10, together with E½ of alley abutting Lots 8, 9, & 10, Blk. 78 and Lots 11 & 12 together with W½ of alley abutting Lots 11 & 12, Blk. 78, Crete.
Vasak, Milton and Mary	1955-11-01				99	286	Lots 13, 14 & 15 together with W½ of alley abutting Lots 131, 14 & 15, Blk. 78, Crete.
Chesser, Van V. and Barbara J.	1955-11-01	27	8	4	99	284	All of Lots 1, 2, 3 & 4 together with E½ of alley abutting Lots 1, 2, 3 & 4 in Blk. 78 except part of Lot 1, Sec. 27, T8N, R4E, Crete.
The City of	1956-04-11	26	8	4	99	345	Part of NW/4 of Sec. 26, T8N, R4E of the

Property Owner	Date Recorded	S	T	R	Book	Page	Legal Description
Crete, Ray M. Beggs, Mayor							6th P.M., Crete.
Crete Industries, Inc., by Fred W. Kerst, Pres.	1957-07-11	26	8	4	99	599	Irregular Tract No. 47 of NW/4 of Sec. 26, T8N, R4E of 6th P.M., Crete.
Baker, William R. and Dorothy M.	1957-08-16	35	8	4	99 of Deeds	616	A 410.4 ft. x 159.2 ft. tract beg. at the NW cor. of the SW/4SW/4 of Sec. 35, T8N, R4E of 6th P.M., Crete.
Prince, Stanley and Helen	1957-08-16	35	8	4	99	615	A 410 ft. x 318.74 ft. tract of land beg. at the NW cor. of the SW/4SW/4 of Sec. 35, T8N, R4E of the 6th P.M., Crete.
Northern Natural Gas Co.		26	8	4			A 25 ft. x 125 ft. tract of land in the SW/4SE/4 of Sec. 26, T8N, R4E, Crete.
State of Nebraska, Guy Henninger, Maj. Gen.	1956-04-11	26	8	4	99	344	Part of the NW/4 of Sec. 26, T8N, R4E of the 6th P.M., Crete.
Northern Natural Gas Co.		26	8	4			A 125 ft. x 25 ft. tract of land commencing at a pt. 640.63 ft. S and 33 ft. E of NW cor. of the SW/4SE/4 of Sec. 26, T8N, R4E, Crete.
Osterhout, Milo D and Emma, et al	1969-08-11				121 of Deeds	18	Tract of land commencing at the NE cor. of Osterhout Add.; th. due W on N line of said Add. 20 ft.; th. S 594 ft. to S line of said Add.; th. E 20 ft. to E line of said Add.; th. N 594 ft. to NE cor. of said Add. being the place of beg., Crete.
Jurena, Otto J. and Henrietta	1970-10-13				122 of Deeds	433	Pipeline placed along a line 2 ft. E of W property line of Lot 7 and 2 ft. S of S property line of Lots 2, 3, 4, 6, 7, 8, 9, 10 & 11, Crete.
D. M. W. Corp, Norman Drew, Sec.	1977-09-16	27	8	4	201 of Records	323	Blk. 37, 38 & 39, Sec. 27, T8N, R4E, Crete.
Lothrop, Franklin C. and Arlene K.	1981-10-02	35	8	4	212 of Records	704	Commencing at the center of Sec. 35, T8N, R4E; th. N a distance of 156 ft.; th. E a distance of 20 ft.; th. S a distance of 176 ft.; th. W a distance of 50 ft.; th. S a distance of 304 ft. to N side of Dawes Ave.; th. NWly direction of 28 ft. along the N border of Dawes Ave.; th. N 300 ft.; th. E 50 ft. to pt. of beg., Crete.
Rhea, Morris C. and Frances	1983-06-20	26	8	4	217 of Records	437	E 20 ft. of W 53 ft. of: Beg. at a pt. on E line of Boswell Ave. due E of NW cor. of SW/4NW/4, Sec. 26, T8, R4E of 6th P.M.; th. E a long N line of said SW/4NW/4 to W line of r-o-w of CB & Q RR; th. along W line of said r-o-w SWly direction to pt. where W line of said r-o-w intersects N line of 22nd St. in Crete

Property Owner	Date Recorded	S	T	R	Book	Page	Legal Description
							extended E of Boswell Ave.; th. W on said extension of N line of 22nd St. to E line of Boswell Ave.; th. N on E line of Boswell Ave. to place of beg., Crete.
Byrd, Larry	1983-06-20	26	8	4	217 of Recor ds	435	E 20 ft. of W. 53 ft. of: Beg. 72 rods S of NW cor. of Sec. 26, T8, R4E of 6th P.M.; th. E 40 rods; th. S 8 rods; th. W 40 rods; th. N 8 rods to pl. of beg., Crete.
L.R.C., Inc., Duane W. Acklie, Pres.	1983-06-20	26	8	4	217 of Recor ds	439	E 20 ft. of W. 53 ft. of a tract beg. at NW cor. of Sec. 26, T8N, R4E of 6th P.M.; th. 72 rods S; th. E 40 rods; th. N 72 rods; th. W 40 rods to pl. of beg., Crete.
Adams, Gerald R. and Geraldine F.	1983-06-20	26	8	4	217 of Recor ds	433	E 20 ft. of W. 53 ft. of: Beg. 72 rods S of NW cor. of Sec. 26, T8, R4E of 6th P.M.; th. E 40 rods; th. S 8 rods; th. W 40 rods; th. N 8 rods to pl. of beg., Crete.
Douglas Mfg. Co., Roger C. Douglas	1993-01-28				252 of Recor ds	762	That part of Lot 19, Blk. 102 and Lots 6 & 7 and the vacated alley, Blk. 106 and vacated Oak Ave. according to plat there of on file and of record which lies 10 ft. NWly measured at right angles of NWly line of Burlington Northern RR, Crete.