

STATE OF ALASKA
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF LAND AND WATER MANAGEMENT
Pouch 7-005
Anchorage, Alaska 99510

AMENDMENT TO RIGHT-OF-WAY LEASE
FOR THE KUPARUK PIPELINE

AMENDMENT to that certain Right-of-Way Lease, serialized ADL 402294, which was entered into on August 26, 1980 and will expire May 2, 2004.

The pipeline construction area traversed within Township 11 North, Ranges 10, 11, 12, 13 and 14 East and Township 10 North, Range 13 East, Umiat Meridian, containing approximately 4,278 acres.

Section 3, Subsection "d" states:

- d. For the year in which portions of the Right-of-Way are released to the State pursuant to Section 1, Subsection "d", paragraph (ii) hereof, the State shall credit LESSEE against the payment of future rental for a portion of the rental paid to the State for that year, the amount of credit to be the portion of rental paid for year attributable to the lands so reconveyed to the State reduced prorata by the portion of the lease year which has elapsed prior to the reconveyance.

Effective April 26, 1983, ADL 402294, Right-of-Way Lease for the Kuparuk Pipeline, is amended in accordance with Section 3, Subsection "d", as follows:

The acreage for the 450 foot Right-of-Way is reduced to 1,283.4 acres.

The annual rental is \$51,336.00 until adjusted in accordance with Section 3, Subsection "c" of the Right-of-Way Lease.

All other terms and conditions will remain unchanged.

IN WITNESS WHEREOF, the parties have executed this Amendment as of this date.

STATE OF ALASKA

KUPARUK PIPELINE COMPANY

By: *Leather C Wunnicke*
Commissioner
Department of Natural Resources

Robert E. Smyth

Date: *Sept 7, 1984*

Date: *8-29-84*

State of Alaska)
) ss.
3rd JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 7 day of September, 1984, before me the undersigned Notary Public, personally appeared Arthur C. Wunsicke known to me and known by me to be the Commissioner of the Department of Natural Resources, and acknowledged to me that he executed the foregoing contract for an on behalf of said State, freely and voluntarily and for the use and purposes therein set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Jeri J. Bloomquist
Notary Public in and for the State of Alaska
My Commission Expires: 5-21-88

STATE OF California)
County of Los Angeles) ss.
JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on this 29 day of August, 1984, before me, the undersigned, a Notary Public in and for the State of California duly commissioned and sworn, as such, personally appeared Robert C. Smith known to me and known to be the President of Kuparuk Pipeline corporation which executed the foregoing instrument, and he acknowledged to me that he executed the same for and on behalf of said corporation, and that he is fully authorized by said corporation so to do; and that the corporate seal affixed to said instrument is the corporate seal of said corporation.

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

Mary B. Killian
Notary Public in and for State of California
My Commission Expires: 11/13/87

