

AMENDMENT OF CONDITIONAL RIGHT-OF-WAY LEASE
FOR THE TRANS-ALASKA GAS SYSTEM
ADL 413342

This Amendment to the Conditional Right-of-Way Lease for the Trans-Alaska Gas System hereinafter referred to as AMENDMENT is made and entered into, and becomes effective this 3rd day of June, 1993 by and between the STATE OF ALASKA acting through the Commissioner of Natural Resources and YUKON PACIFIC CORPORATION (hereinafter referred to as Company).

WHEREAS, the Company has requested the modification that Section 3.C of the Conditional Right-of-Way Lease with an effective date of December 10, 1988 be amended to reflect the decision to increase the pipe diameter; and

WHEREAS, Section 3.C of the existing Conditional Right-of-Way lease reads as follows:

- 3.C. This CONDITIONAL LEASE applies to the proposed Right-of-Way on STATE LAND for a PIPELINE and RELATED FACILITIES as generally located and described by the documents listed in Exhibit C of the LEASE (Exhibit A) the purpose of which is for the PRECONSTRUCTION, CONSTRUCTION, OPERATION, and TERMINATION of one (1) 36-inch diameter natural GAS transportation PIPELINE and RELATED FACILITIES. The width of the proposed Right-of-Way shall not exceed 1,000 feet, 500 feet on either side of the proposed centerline, except where the dimensions of the Right-of-Way shall accommodate the LNG Plant and Marine Terminal, and compressor stations, and shall accommodate any other RELATED FACILITIES outside the boundaries of the proposed Right-of-Way that are authorized by amendment to this LEASE. Subsequent to submission of the alignment/location maps and aerial photographs required by Section 2.A of the CONDITIONAL LEASE, the Right-of-Way boundaries shall be 500 feet on either side of the proposed PIPELINE centerline and the proposed boundaries established for the RELATED FACILITIES.

NOW, therefore, the parties agree that the Right-of-Way Lease is amended as follows:

Section 3.C is hereby amended to read as follows:

3.C. This CONDITIONAL LEASE applies to the proposed Right-of-Way on STATE LAND for a PIPELINE and RELATED FACILITIES as generally located and described by the documents listed in Exhibit C of the LEASE (Exhibit A) the purpose of which is for the PRECONSTRUCTION, CONSTRUCTION, OPERATION, and TERMINATION of one (1) large diameter natural GAS transportation PIPELINE and RELATED FACILITIES. The width of the proposed Right-of-Way shall not exceed 1,000 feet, 500 feet on either side of the proposed centerline, except where the dimensions of the Right-of-Way shall accommodate the LNG Plant and Marine Terminal, and compressor stations, and shall accommodate any other RELATED FACILITIES outside the boundaries of the proposed Right-of-Way that are authorized by amendment to this LEASE. Subsequent to submission of the alignment/location maps and aerial photographs required by Section 2.A of the CONDITIONAL LEASE, the Right-of-Way boundaries shall be 500 feet on either side of the proposed PIPELINE centerline and the proposed boundaries established for the RELATED FACILITIES.

Except as expressly amended hereby all terms, covenants and conditions to the Conditional Right-of-Way Lease shall remain in full force and effect.

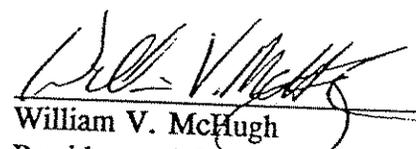
IN WITNESS WHEREOF, the parties have executed this AMENDMENT as of the date first above written.

STATE OF ALASKA

YUKON PACIFIC CORPORATION



Glenn A. Olds
Commissioner
Department of Natural Resources



William V. McHugh
President and Chief Executive Officer
Yukon Pacific Corporation

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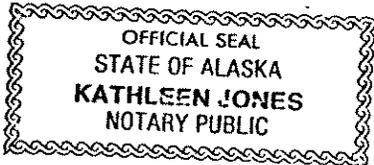
STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 3rd day of June, 1993, before me, personally appeared Glen A. Olds, the Commissioner of the Department of Natural Resources of the State of Alaska, who executed the foregoing Amendment and acknowledged voluntarily signing the same.

Maureen Fremming
Notary Public in and for the State of Alaska
My Commission expires 5-24-95

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 25th day of May, 1993, before me, personally appeared William V. McHugh, the President and Chief Executive Officer of Yukon Pacific Corporation, who executed the foregoing Amendment and acknowledged voluntarily signing the same.



Kathleen Jones
Notary Public in and for the State of Alaska
My Commission expires 7/10/94