



259969 \$22.00  
STATE OF NORTH DAKOTA BURKE COUNTY  
I hereby certify that this instrument was filed for record  
on 8/31/2016 @ 1:18 PM  
Bonnie L. Bohnsack, County Recorder

By *Jacqueline A. Hotsel*

**AFTER RECORDING RETURN TO**

Orin Shakerdge, Esq.  
NextEra Energy Resources, LLC  
700 Universe Blvd., LAW/JB  
Juno Beach, FL 33408  
(561) 694-4678



(This space reserved for recording information)

**MEMORANDUM OF OPTION AND EASEMENTS**

Betty A. Johnson and Richard A. Johnson, as Co-Trustees of the Betty A. Johnson Living Trust, dated August 14, 2014 ("**Owner**") and Burke Wind, LLC, a Delaware limited liability company ("**Operator**") have entered into that certain Wind Farm Easement Agreement ("**Agreement**") as of the mutual execution date of this Memorandum, whereby Owner granted to Operator an exclusive option ("**Option**") to acquire the following easements in connection with the development, construction and operation of a wind energy project in Burke County, North Dakota (jointly and severally, the "**Easements**");

- (1) Construction Easement
- (2) Turbine Easement
- (3) Access Easement
- (4) Collection Easement
- (5) Telecommunication Easement
- (6) Wind Non-Obstruction Easement
- (7) Overhang Easement
- (8) Met Instrument Easement
- (9) Effects Easement

encumbering all or portions of the real property described in **Exhibit A** attached hereto and made a part hereof (the "**Owner's Property**").

As to the Option, the period during which the Option may be exercised ("**Initial Option Term**") shall begin on the date when both Owner and Operator have executed the Agreement, and shall continue for a period of thirty-six (36) months after such date. The Initial Option Term may be extended for one twenty-four (24) month extension period ("**Extended Option Term**"). References herein to the Option Term shall mean the Initial Option Term and, to the extent exercised by Operator, also the Extended Option Term. Operator may exercise the Option by giving written notice to Owner ("**Option Notice**") at any time during the Option Term.



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As to the Easements:

(I) The term of the Easements is ninety-nine (99) years commencing on the date specified in Option Notice ("**Commencement Date**").

(II) Pursuant to the terms and conditions of the Agreement, Operator has the exclusive right to convert all of the wind resources on the Owner's Property. Any of the Owner's activities, or any grant of rights by Owner to a third party, on the Owner's Property or adjacent property of Owner shall not, now or in the future, interfere in any way with the rights of Operator under the Agreement.

(III) The Easements and any restriction contained in the Agreement run with the land affected thereby and are binding upon, and inure to the benefit of the Owner and Operator, their respective successors, heirs mortgagees, assigns, personal representatives, tenants, or persons claiming through them.

(IV) The address of Owner is:

Betty A. Johnson Living Trust  
Betty A. Johnson, Co-Trustee  
Richard A. Johnson, Co-Trustee  
202 Grove Street  
Lignite, ND 58752

(V) The address of Operator is:

Burke Wind, LLC  
700 Universe Boulevard, CEA/JB  
Juno Beach, FL 33408-2683  
Attn: Land Services



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IN WITNESS WHEREOF, the Owner has executed this Memorandum of Option and Easements on the date set forth below:

**Owner:**

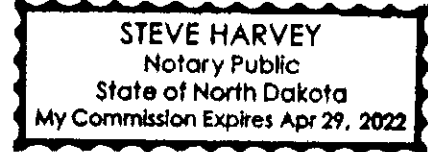
Betty A. Johnson Living Trust dated  
August 14, 2014

By: Betty A. Johnson Co-Trustee  
Betty A. Johnson, Co-Trustee

By: Richard A. Johnson Co-Trustee  
Richard A. Johnson, Co-Trustee

**ACKNOWLEDGMENT**

STATE OF NORTH DAKOTA    )  
  )    SS.  
COUNTY OF BURKE         )



The forgoing instrument was acknowledged before me this 29 day of May, 2016, by Betty A. Johnson and Richard A. Johnson, as Co-Trustees of the Betty A. Johnson Living Trust, dated August 14, 2014.

My Commission expires: April 29, 2022

Steve Harvey  
Notary Public

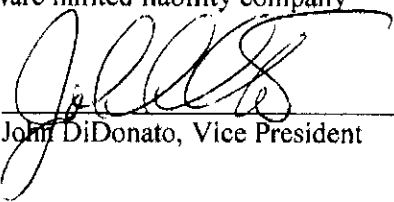


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IN WITNESS WHEREOF, the Operator has executed this Memorandum of Option and Easements on the date set forth below:

**Operator:**

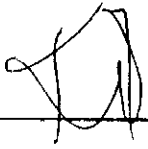
Burke Wind, LLC,  
a Delaware limited liability company

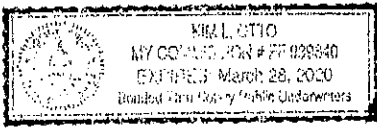
By:   
John DiDonato, Vice President

STATE OF FLORIDA                    )  
  )     SS.  
COUNTY OF PALM BEACH         )

The forgoing instrument was acknowledged before me this 15 day of June, 2016, by John DiDonato, as Vice President of Burke Wind, LLC, a Delaware limited liability company, who is personally known to me who subscribed to the foregoing instrument and acknowledged that he executed the same on behalf of said limited liability company and that he was duly authorized to do so.

(SEAL)

  
Name: \_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires: \_\_\_\_\_





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**EXHIBIT A**

**Legal Description of Owner's Property**

Northwest Quarter (NW¼) of Section 5, Township 161 North, Range 92 West, Burke County,  
North Dakota.