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2012-000624-0

Recording Dist: 413 - Barrow

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DOCUMENT TITLE:
AMENDMENT OF
THE RIGHT-OF-WAY LEASE FOR
THE TRANS-ALASKA PIPELINE
(Buried Sills at Sagavanirktok River
PLMP 19.1)
ADL 63574

RECORDING DISTRICT: BARROW

ASSOCIATED DOCUMENTS: Document Numbers 1979-000309-0 and 2002-
001065-0

GRANTOR: STATE OF ALASKA

GRANTEE: ALYESKA PIPELINE SERVICE COMPANY

AFTER RECORDING RETURN TO:

State Pipeline Coordinator's Office
411 West 4th Avenue
Suite 2-C
Anchorage, Alaska 99501

**AMENDMENT OF THE RIGHT-OF-WAY LEASE
FOR THE
TRANS-ALASKA PIPELINE
ADL 63574**

**Buried Sills at Sagavanirktok River
PLMP 19.1**

This is an Amendment to Exhibit D, Description of the Right-of-Way for Related Facilities of the RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE, ADL 63574, hereinafter referred to as AMENDMENT.

The RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE dated May 3, 1974, ADL 63574, was recorded in the Barrow Recording District in Book 24, Pages 001 through 107, on July 16, 1979. The RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS, ADL 63574, which became effective May 2, 2004, was recorded in the Barrow Recording District as Document No. 2002-001065-0, Pages 001 through 030 on December 6, 2002.

This AMENDMENT is made and entered into and becomes effective this 14th day of June, 2012, by and between the STATE OF ALASKA located at 411 West 4th Avenue, Suite 2, Anchorage, Alaska 99501, acting through the Commissioner of Natural Resources, hereinafter referred to as COMMISSIONER, and Alyeska Pipeline Service Company as agent for the Trans-Alaska Pipeline System owner companies located at P.O. Box 196660, MS 502 Anchorage, Alaska 99519-6660, hereinafter referred to as LESSEE.

WHEREAS, the LESSEE has applied to amend the existing Right-of-Way Lease, ADL 63574, to include additional State of Alaska land to construct and maintain a field of eleven buried sills. The additional land is located between a side channel of the Sagavanirktok (Sag) River and the buried TAPS pipeline, 19.1 miles south of Pump Station 1, and 38.7 miles north of Pump Station 2, on the west bank of the Sag River, at pipeline milepost (PLMP) 19.1. These structures will protect the Trans-Alaska Pipeline System by preventing further erosion towards the buried pipe.

NOW THEREFORE, the COMMISSIONER and LESSEE agree to amend the RIGHT-OF-WAY FOR THE TRANS-ALASKA PIPELINE, ADL 63574, to include the lands within the Barrow Recording District described as:



Township 7 North, Range 14 East, Umiat Meridian, Alaska.

Section 4, W2NW4, and Section 5, E2NE4, those lands between the easterly TAPS right-of-way boundary and the left bank of the Sagavanirktok River, containing approximately 5.50 acres.

The lands described above are incorporated into and made a part of the RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE dated May 3, 1974, ADL 63574, and the RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS, ADL 63574, effective May 2, 2004.

The lands needed to accommodate the guidebank extension after construction will be less than those described above. After construction, Alyeska Pipeline Service Company will submit an as-built drawing for the Commissioner's approval. The as-built drawing will show the guidebank extension in relation to the boundaries of the existing TAPS right-of-way. Upon Alyeska's acceptance of the Commissioner's approval of the as-built, Exhibit D, Right-of-Way for Related Facilities of the RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE, ADL 63574, will be amended to reflect the final, amended legal description.

IN WITNESS WHEREOF, the COMMISSIONER and LESSEE have affixed their signatures to duplicate originals of this AMENDMENT.

STATE OF ALASKA

LESSEE



Daniel S Sullivan
Commissioner
Department of Natural Resources



Peter C. Nagel /Sr. Land Manager
Alyeska Pipeline Service Company, Agent
for the Trans-Alaska Pipeline System owner
companies



STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 14th day of June, 2012, before me, personally appeared Peter C. Nagel, who stated that he executed the foregoing document as authorized representing Alyeska Pipeline Service Company as agent for the Trans-Alaska Pipeline System owner companies.

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

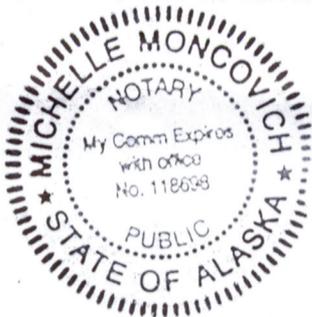


Berrie J. Whetnam
Notary Public in and for the State of Alaska
My Commission expires with office

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 14th day of June, 2012, before me, personally appeared Daniel S. Sullivan, the Commissioner of the Department of Natural Resources of the State of Alaska, who executed the foregoing Amendment and acknowledged voluntarily signing the same.

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



M. Moncovich
Notary Public in and for the State of Alaska
My Commission expires with office

