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Document Title: Amendment of the Right-of-Way
Lease for the Trans-Alaska Pipeline, ADL 63574,
Sagavanirktok River Channel Plug Extension, Pipeline
Milepost 24.7

Document Executed Date: June 6, 2013

District Recorded in: Barrow

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Recording District 413 Barrow
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DOCUMENT TITLE: AMENDMENT OF
THE RIGHT-OF-WAY LEASE FOR THE
TRANS-ALASKA PIPELINE, ADL 63574,
SAGAVANIRKTOK RIVER CHANNEL
PLUG EXTENSION, PIPELINE
MILEPOST 24.7

RECORDING DISTRICT: BARROW

ASSOCIATED DOCUMENTS: Document Numbers 1979-00309-0
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
Anchorage, Alaska 99501

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

**SAGAVANIRKTOK RIVER CHANNEL PLUG EXTENSION
PIPELINE MILEPOST 24.7**

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 6th day of June, 2013, 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 (TAPS) 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 for the construction and maintenance of the channel plug in the flood plain of the Sagavanirktok River at Pipeline Milepost 24.7. The additional land is near the Dalton Highway and TAPS right-of-way, which follows the Sagavanirktok River. The channel plug extension will protect the TAPS by providing the pipe protection against erosion related to the river's left side channel, enhancing the integrity of the below-ground pipeline in this area.

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:



E1/2, Section 31, Township 7 North, Range 14 East,
Umiat Meridian, Alaska,

those lands northerly and southerly of and adjacent to the existing TAPS right-of-way boundary at the channel plug, containing 41.5 acres, more or less.

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 channel plug extension project after construction will be less than those described above. After construction, Alyeska Pipeline Service Company will submit an as-built survey for the Commissioner's approval. The as-built survey will show the right-of-way addition in relation to the boundaries of the existing TAPS right-of-way.

Pursuant to Section 1.d.(ii) of the TAPS Lease, approval by the Commissioner and acceptance of such approval by APSC of the final as-built survey of the channel plug extension shall operate as a release of all interests of APSC in lands not included in the final as-built survey. 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 as-built survey.

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



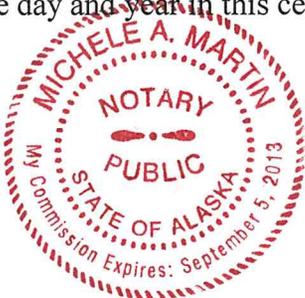
Peter C. Nagel / Sr. Land Manager
Alyeska Pipeline Service Company, Agent
for the Trans-Alaska Pipeline System owner
companies



STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 14th day of June, 2013, 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.



Michele A. Martin
Notary Public in and for the State of Alaska
My Commission expires 9-5-2013

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

MARY KAY RYCKMAN
COMM. #113030
Notary Public - State of Alaska
My Comm. Expires "with office"

THIS IS TO CERTIFY that on the 6 day of June, 2013, 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.

Mary Kay Ryckman
Notary Public in and for the State of Alaska
My Commission expires with office

