

AMENDMENT OF THE RIGHT-OF-WAY LEASE <sup>Barrow Recording District</sup>  
 FOR THE  
 TRANS-ALASKA PIPELINE  
 ADL 63574

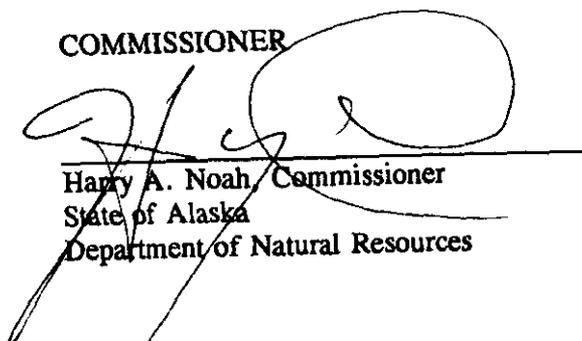
This is an Amendment to Exhibit D Description of the Right-of-Way for Related Facilities of the RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE dated May 3, 1974, ADL 63574, which was recorded in the Barrow Recording District in Book 24 Pages 1 through 107 on July 16, 1979, hereinafter referred to as AMENDMENT. This AMENDMENT is made and entered into and becomes effective this 21<sup>st</sup> day of October, 1994 by and between the STATE OF ALASKA located at 411 West 4th Avenue, Suite 2C, Anchorage, Alaska 99501 acting through the Commissioner of Natural Resources hereinafter referred to as COMMISSIONER, and Alyeska Pipeline Service Company as agent for Amerada Hess Pipeline Corporation, ARCO Transportation Alaska, Inc., BP Pipelines (Alaska) Inc., Exxon Pipeline Company, Mobile Alaska Pipeline Company, Phillips Alaska Pipeline Corporation, and Unocal Pipeline Company located at 1835 South Bragaw Street, Mailstop-569, Anchorage, Alaska 99512 hereinafter referred to as LESSEE.

WHEREAS, the LESSEE has applied to amend the existing Right-of-Way Lease ADL 63574 to include additional land within the Barrow Recording District for a laydown area for storage of materials in the vicinity of pipeline milepost (PLMP) 76.7 The laydown area is located adjacent to the pipeline right-of-way between pipeline stations 4057+35 and 4053+77 within Section 4, Township 3 South, Range 14 East, Umiat Meridian, Alaska. This site consists of approximately 9.23 acres as depicted on the drawing entitled ALIGNMENT SHEET 15, STATION 4053+77 dated March 23, 1994, Exhibit A, attached and made a part hereof.

NOW THEREFORE, the COMMISSIONER and LESSEE agree to amend the RIGHT-OF-WAY FOR THE TRANS-ALASKA PIPELINE, dated May 3, 1974 ADL 63574 to include the lands depicted on the drawing dated March 23 1994, Exhibit A, attached and made a part hereof. The lands are incorporated into and made a part of the RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE dated May 3, 1974, ADL 63574.

IN WITNESS WHEREOF, the COMMISSIONER AND LESSEE have affixed their signature to duplicate originals of this AMENDMENT as of the date first above written.

COMMISSIONER



Harry A. Noah, Commissioner  
 State of Alaska  
 Department of Natural Resources

LESSEE



Alyeska Pipeline Service Company  
 Agent for  
 Amerada Hess Pipeline Corporation  
 ARCO Transportation Alaska, Inc.  
 BP Pipelines (Alaska) Inc.  
 Exxon Pipeline Company  
 Mobil Alaska Pipeline Company  
 Phillips Alaska Pipeline Corporation  
 Unocal Pipeline Company

Return to Lessee:  
 Alyeska Pipeline Service Company  
 1835 South Bragaw, MS 569  
 Anchorage, AK 99512

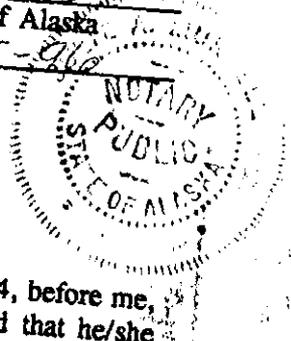
STATE OF ALASKA )  
 ) ss.  
THIRD JUDICIAL DISTRICT )

BOOK 77 PAGE 34  
Barrow Recording District

THIS IS TO CERTIFY that on the 21<sup>st</sup> day of October, 1994, before me, personally appeared Harry A. Noah, 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.

Julie A. Murrell  
Notary Public in and for the State of Alaska  
My Commission expires 4-15-96



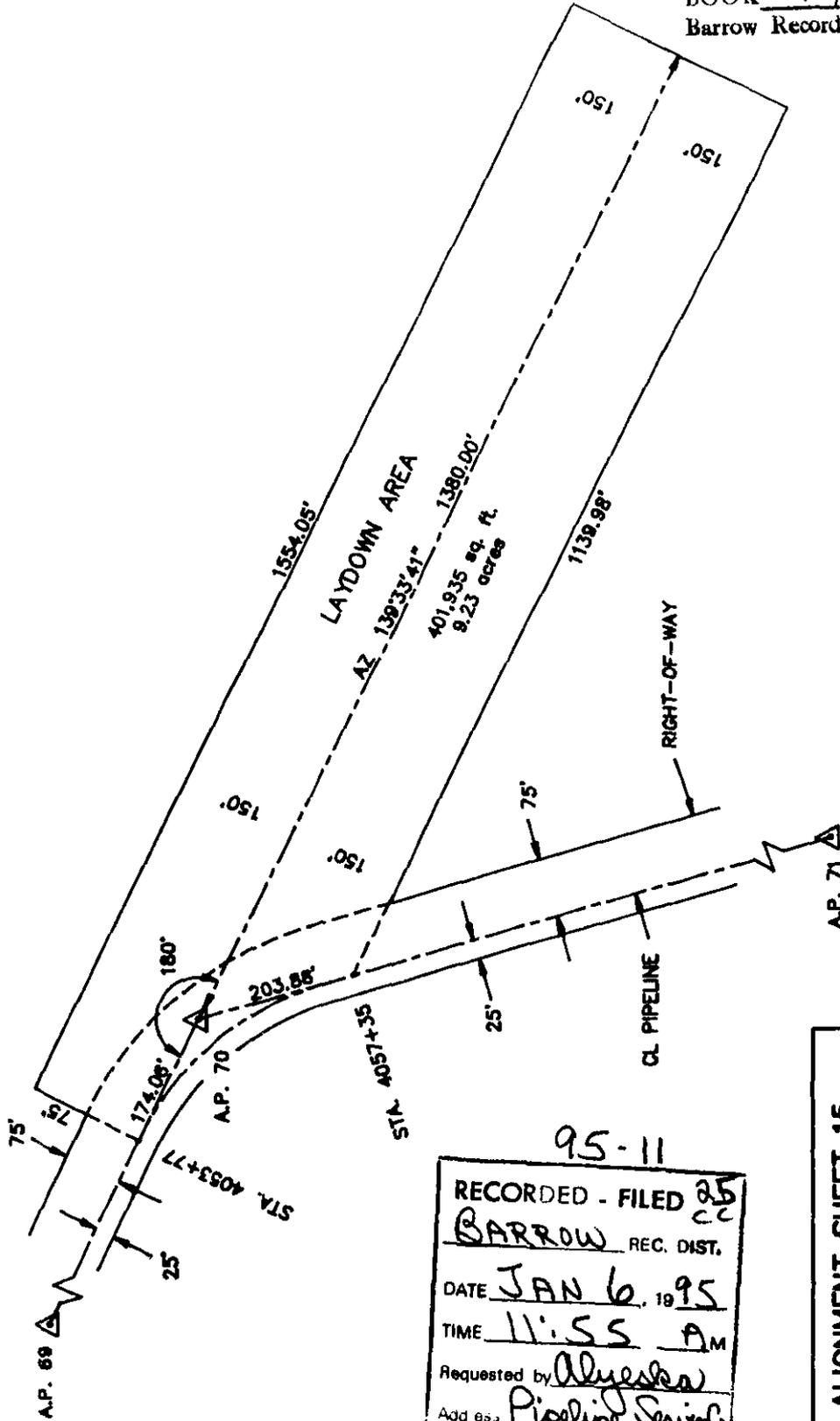
STATE OF ALASKA )  
 ) ss.  
THIRD JUDICIAL DISTRICT )

THIS IS TO CERTIFY that on the 14<sup>th</sup> day of October, 1994, before me, personally appeared Norris E. Prendergast, who stated that he/she executed the foregoing document as an authorized representative of Alyeska Pipeline Service Company as agent for its above-referenced owner companies and voluntarily on behalf of said corporation.

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

Kyle D. Gauthier  
Notary Public in and for the State of Alaska  
My Commission expires 11-25-97

Kyle D. Gauthier, Notary Public  
State of Alaska  
My Commission Expires 11/25/97



95-11

RECORDED - FILED	25
BARROW REC. DIST.	
DATE	JAN 6, 1995
TIME	11:55 AM
Requested by	Alaska
Add ed.	Pipeline Service

**ALIGNMENT SHEET 15**  
**STATION 4053+77**  
 LAYDOWN AREA  
 FIELD BOOK 210-985, PAGES 2-10  
 SCALE: 1" = 200'  
 DATE: 3/23/94 FILE: 076A1193

