

**RIGHT OF WAY EASEMENT AGREEMENT
UNDERGROUND**

THIS RIGHT OF WAY EASEMENT AGREEMENT, made and entered into this 21st day of September, 1995, by and between BELLEMOUNT FARMS INC. By: JAMES A. OLITT, President

hereinafter called "Owner" ("Owner" wherever used herein being intended to include the grantors whether one or more or masculine or feminine), and RAPPAHANNOCK ELECTRIC COOPERATIVE, a Virginia public service corporation as Grantee, hereinafter called "Cooperative".

WITNESSETH:

The Owner, in consideration of One Dollar and other valuable consideration paid by Cooperative, the receipt and sufficiency whereof is hereby acknowledged, does grant and convey unto Cooperative, its successors and assigns, the perpetual right, privilege, and easement of right of way, to install, construct, operate and maintain underground conduit and conductor cable lines for transmitting and/or distributing electric power to the public, by one or more circuits, including all cables, trenches, transformers, cabinet enclosures, equipment pads, connection boxes, meters, ground connections, attachments, equipment, accessories, apparatus, appliances, and appurtenances desirable in connection therewith (hereinafter referred to as "Facilities") over, under, upon, across and through the lands of the Owner situated in Caroline (county or incorporated city), Virginia further described as that certain tract or parcel of land containing 30.00 acres as recorded in Deed Book 429 Page 071 as shown and designated on drawing dated 9-21-95 being attached and made part of this agreement.

The widths of this easement of right of way will be 15 feet

The facilities erected hereunder shall remain the property of Cooperative. Cooperative shall have the right to inspect, upgrade, rebuild, improve, remove, repair, relocate on the right of way above described, and make such changes, alterations, substitutions, additions to or extensions of its facilities as Cooperative may from time to time deem advisable, including the right to increase and/or decrease the number and/or size of wires.

Owner does further grant and convey to Cooperative, for the purpose of Cooperative constructing, reconstructing, inspecting, replacing, upgrading, maintaining and/or operating its facilities, the right of ingress to and egress from the easement

over the lands of Owner, such right to be exercised in such manner as shall occasion the least practicable damage and inconvenience to Owner.

Cooperative shall at all times have the right to trim, cut, remove, control, and keep clear by machinery or otherwise, all trees, limbs, undergrowth and other obstructions inside and outside the boundaries that may endanger the safe and proper operation of its facilities. All trees cut by the Cooperative at any time shall remain the property of the Owner.

Cooperative shall repair damage to roads, fences, structures, or other improvements and shall pay Owner for other damage done, including damages to crops, in the process of the construction, inspection, or maintenance of Cooperative's facilities, or in the exercise of its right of ingress and egress; provided Owner gives written notice thereof to Cooperative within thirty days after such damage occurs.

Owner covenants that he is seized of and has the right to convey the said easements of right of way, rights and privileges; that the Cooperative shall have quiet and peaceable possession, use and enjoyment of the aforesaid easement of right of way, rights and privileges.

IN WITNESS WHEREOF the following signature(s) and seal(s) of the Owner or his duly authorized agent:

James A. Oley, President (SEAL)
(SEAL)

STATE OF Virginia

CITY/COUNTY OF Alleghenia, to-wit:

The foregoing was acknowledged before me this 2nd day of October, 1995, by James A. Oley, President
(enter names exactly as signed)

Bellmont Farms Inc.
(for corporations - enter corporation name also)

Roger L. Hagen
Notary Public

My commission expires 4/30/96
(BARBON) 6/94



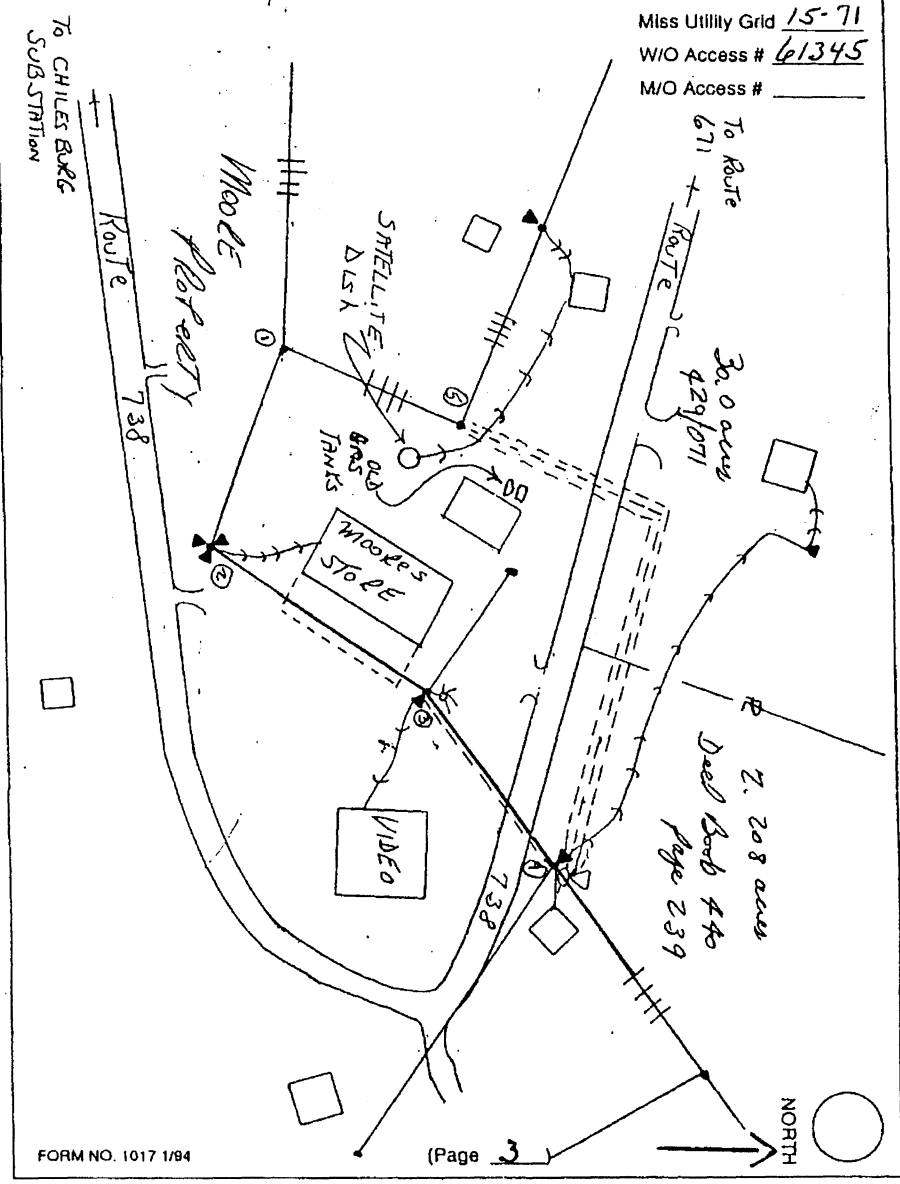
RAPPAHANNOCK ELECTRIC COOPERATIVE

SKETCH AND RIGHT-OF-WAY EASEMENT DATA

Date 9/21/95 Overhead Job Number _____
Underground (width) 15 ft. (7 1/2) ft. each side center line
 _____ (width) _____ ft. _____ ft. each side center line
 _____ (width) _____ ft. _____ ft. each side center line

(I), (We), the undersigned, approve the right-of-way easement proposed on my/our property as to location, route, width, and clearing of trees and debris.

Landowner [Signature] Mag. Dist. Madison
 County Caroline
 Landowner _____ Map 425-05
 Miss Utility Grid 15-71
 W/O Access # 61345
 M/O Access # _____



FORM NO. 1017 1/84

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VIRGINIA: In the Clerk's Office of the Circuit Court of Caroline County. The foregoing instrument was this day presented in the office aforesaid and is together with the certificate of acknowledgment annexed, admitted to record this 30th day of Oct, 19 95 3:31 P. M.

Teste: Jay Campbell Clerk