

Return To: ONEOK Sterling III Pipeline, L.L.C.  
 1919 SW Loop 304  
 Crockett, Texas 75835

## RIGHT-OF-WAY AGREEMENT

AFE: 022.134.5670.010000

Tract No.: TXPO0074.01 Agent: Steve Halter

STATE OF TEXAS  
 COUNTY OF POLK

For and in consideration of Ten Dollars (\$10.00) in hand paid, the receipt and sufficiency of which is hereby acknowledged, the undersigned landowner **POLK COUNTY**, whose address is **602 East Church Street, Suite 165, Livingston, Texas 77351**, (hereinafter called GRANTOR, whether one or more), does hereby GRANT, BARGAIN, SELL and CONVEY to **ONEOK Sterling III Pipeline, L.L.C.**, an Oklahoma limited liability company with its principal offices in Tulsa, Oklahoma, having a mailing address of P.O. Box 871, Tulsa, Oklahoma, 74102, its successors and assigns (hereinafter called GRANTEE), a right-of-way and easement along a route, the location of which has been agreed to by the parties herein (the location of the pipeline, as constructed, to evidence such agreed route), to construct, install, maintain, operate, replace, abandon in place, inspect, patrol, protect, test, repair, reconstruct, alter, relocate, change the size of, remove, and any and all related uses thereto (the "Permitted Uses") a pipeline and necessary and incident facilities, equipment and appurtenances including but not limited to valves and markers ("GRANTEE'S Facilities"), for the transportation of natural gas liquids or any other material or substance which can be transported by pipeline across under and upon the lands of GRANTOR in the County of POLK, State of TEXAS, To wit:

A permanent easement Fifty (50') feet in width and a temporary construction easement of an additional Twenty-five (25') in width across the following tract(s) of land:

*All of the Railroad right-of-way of Waco, Beaumont, Trinity & Sabine Railway Company in Polk County, Texas, extending from the intersection of said right-of-way with the south right-of-way line of the present Highway 190, at or near Blanchard in said County, in a easterly direction to the eastern terminal of said right-of-way, excluding all or any part of said right-of-way that has been previously sold, or that has, under the terms of the original grant, reverted to the original Grantors, if any. **Less and except any conveyances heretofore made.***

As shown on attached Exhibit "A"

(the "Easement")

During construction, GRANTEE shall have the right to use an additional workspace as shown on attached Exhibit "A" along the easement area at either side of the crossing of roads, railroads, streams, foreign pipelines, terraces, uneven terrain and pipeline points of intersection. Following completion of the construction of Grantee's Facilities, Grantee may record an amended Exhibit A, if adjustments become necessary following actual construction, that reflects the survey of the center line of the pipeline as built, and any such amended easement description shall be included within and constitute the Easement granted by Grantor herein.

GRANTEE shall have all of the rights and benefits necessary or convenient for the full enjoyment or use of the rights herein granted, including but without limiting the same to the free right of ingress and egress over and across said lands to and from said Easement, the right to use all roads over and across said lands and adjacent lands of GRANTOR, and the right from time to time, and at GRANTEE'S sole discretion, to cut all trees and undergrowth and remove other obstructions that may injure, endanger or interfere with the Permitted Uses for GRANTEE'S Facilities located thereon. GRANTOR may continue to use the surface of the Easement for agricultural, pasturage, or other purposes which will not interfere with the use of the Easement by GRANTEE or any of the rights herein granted (the "Retained Rights"); provided, however, that GRANTOR shall not impound water upon the Easement, change the ground elevation or grade of the Easement, or construct or permit to be constructed any building, structure, improvement or obstruction, or plant any trees or shrubs upon the Easement which would interfere with GRANTEE'S exercise of the rights hereby conveyed, including access to the Easement, and the

safe operation of GRANTEE's Facilities. The GRANTEE shall have the absolute right to assign, sell, lease or otherwise transfer this Easement in whole or in part.

TO HAVE AND TO HOLD unto the said GRANTEE, its successors and assigns, for so long as said Easement is used by or is useful to GRANTEE, its successors and assigns, with ingress to and egress from said premises for the Permitted Uses. However, GRANTEE shall have the right to abandon and terminate all or any part of the rights granted herein, by filing a release of same in the county records.

GRANTEE agrees to pay for any physical damage to growing crops, timber, fences, or other structural improvements located outside the above-described Easement and additional workspace which are caused by the Permitted Uses.

It is understood and agreed that this Easement and all rights, privileges, and obligations created herein shall run with the land and shall inure to the benefit of and be binding and obligatory upon the legal representatives, heirs, executors, administrators, devisees, legatees, successors, and assigns of the parties hereto.

GRANTOR represents and warrants that GRANTOR is lawfully seized in fee simple title to the above-described lands and has a good and lawful right to convey the rights as herein done. GRANTOR further covenants and binds itself, its successors and assigns to warrant and forever defend the title to this easement to GRANTEE, its successors and assigns, against the lawful claims of all persons.

It is agreed that this grant covers all the agreements between the parties and that no representation or statements, verbal or written, have been made modifying, adding to or changing the terms of this Agreement.

IN TESTIMONY WHEREOF, the GRANTORS herein have executed this conveyance this 28 day of June, 2013.

**LANDOWNER'S SIGNATURE**

*John P. Thompson*  
\_\_\_\_\_  
approved by Polk County Commissioners Court  
June 25, 2013

**ACKNOWLEDGEMENT**

State of Texas  
County of Polk

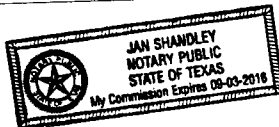
On this 28 day of June, 2013, this instrument was acknowledged before me by John P. Thompson, County Judge of Polk County, on behalf of said County.

WITNESS my hand and official seal the day and year first above written.

My commission expires:

9/3/2016

*Jan Shandley*  
\_\_\_\_\_  
Notary Public



# EXHIBIT A

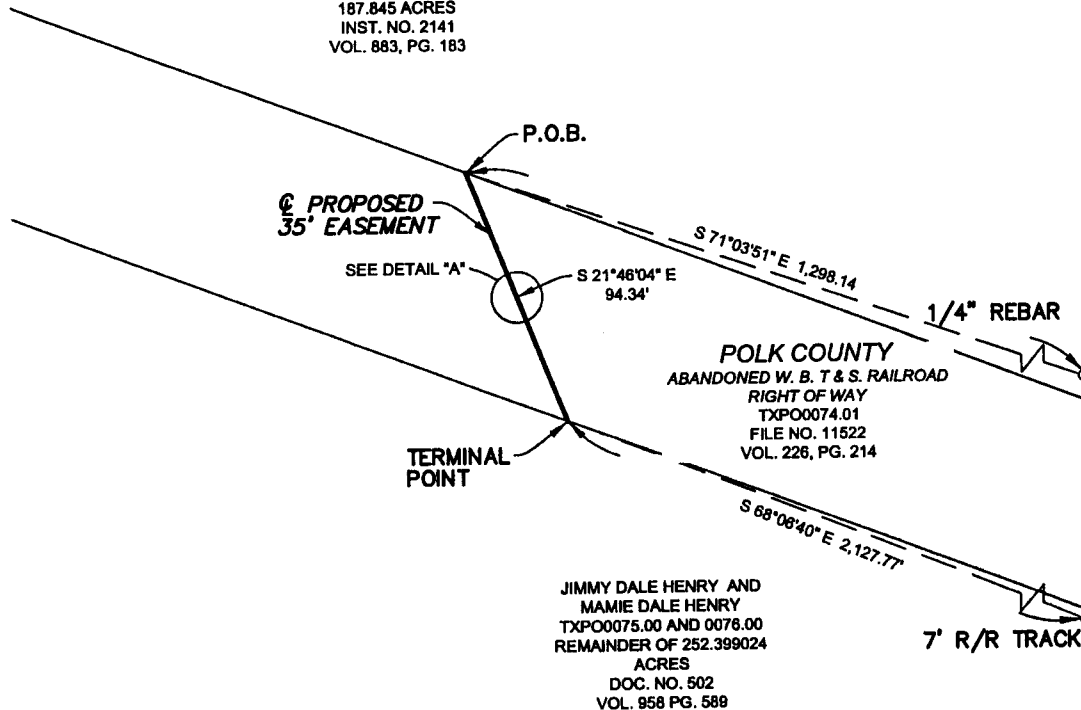
WILLIAM BEAZLEY LEAGUE, A-4  
POLK COUNTY, TEXAS



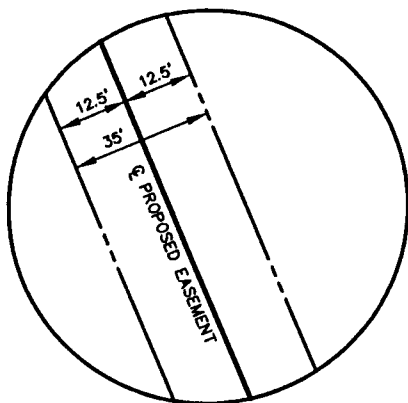
Scale: 1" = 50'



DENISE BERGMAN  
TXPO0073.00  
187.845 ACRES  
INST. NO. 2141  
VOL. 883, PG. 183



JIMMY DALE HENRY AND  
MAMIE DALE HENRY  
TXPO0075.00 AND 0078.00  
REMAINDER OF 252.399024  
ACRES  
DOC. NO. 502  
VOL. 958 PG. 589



DETAIL "A"  
N.T.S.



*Patrick McMahon*  
PATRICK RYAN McMAHON  
REGISTERED PROFESSIONAL LAND SURVEYOR  
NO. 5120  
TOTAL LENGTH: 94.34 FEET = 5.72 RODS  
PERMANENT EASEMENT (0.21 AC.)

- NOTES:
1. BEARINGS BASED ON UTM ZONE 14, NAD 83, DERIVED FROM GPS OBSERVATIONS.
  2. SURVEYOR HAS MADE NO INVESTIGATION OR INDEPENDENT SEARCH FOR EASEMENTS, ENCUMBRANCES, OR ANY OTHER FACTS THAT AN ACCURATE AND CURRENT TITLE SEARCH MAY DISCLOSE.
  3. UNITS ARE U.S. SURVEY FEET.
  4. THIS IS AN EASEMENT DRAWING AND IS NOT INTENDED TO REPRESENT A BOUNDARY SURVEY.
  5. INFORMATION DEPICTED HEREON IS BASED ON A SURVEY FOR THE DETERMINATION OF: ESTABLISHING A BASELINE FOR MAPPING, PARTICULAR TOPOGRAPHIC FEATURES, LOCATING NECESSARY PIPELINES FOR DESIGN AND EASEMENTS ACQUISITION.

<p>ONEOK STERLING III PIPELINE A SUBSIDIARY OF ONEOK PARTNERS</p>		
<p>TXPO0074.01 POLK COUNTY</p>		
SCALE: 1" = 50'	DRAWN BY: JEC 3/7/13	REV. 0
<p>L.W. Survey Co. 8400 N. East Houston Freeway W., Suite 100 Houston, TX 77064</p>		<p>STERLING III PIPELINE POLK COUNTY, TEXAS</p>
		<p>SHEET 1 of 1</p>

# EXHIBIT A

WILLIAM BEAZLEY LEAGUE, A-4  
POLK COUNTY, TEXAS

## Thirty Five (35) Foot Wide Permanent Easement and Right of Way

Being a centerline description of a Thirty Five (35) foot wide permanent easement and right of way out of the William M. Beasley Survey, Abstract No. 4, Polk County, Texas, being on, over, through and across an abandoned Waco, Beaumont, Trinity & Sabine Railway Company Right Of Way, described by Deed to Polk County, recorded under Instrument No. 4522, Volume 226, Page 214 in the Deed Records of Polk County, Texas. All bearings are based on the UTM Zone 14, North American Datum 1983.

**BEGINNING** at a point on the South line of a 187.845 acre tract, described by Deed to Denise Bergman, recorded under Instrument No. 2141, Volume 883, Page 183 in the Deed Records of Polk County, Texas being on the North line of a Abandoned W. B. T. & S. Railroad Right of Way, recorded under File Number 11522, Volume 226, Page 214, in the Deed Records of Polk County, Texas, said point being located N 71°03'59" W, a distance of 1,298.14 feet from an 1/4 " Iron Rod found at the East line of said 187.845 acre tract for the **POINT OF BEGINNING**;

**THENCE** S 21°46'04" E, a distance of 94.34 feet, to the **TERMINAL POINT** of the herein described Thirty Five (35) foot wide permanent easement and right of way across of the said Abandoned W. B. T. & S. Railroad Right of Way, being the North line of a certain Remainder of 252.399024 acre tract of land, described by Deed to Jimmy Dale Henry And Mamie Dale Henry, recorded on document Number 502 in the Deed Records of Polk County, Texas, from which a Rail Road Iron found bears S 68°06'40" E, a distance of 2,127.77 feet along the North line of said Remainder of 252.399024 acre tract, said centerline has a length of 94.34 feet or 5.72 rods and contains 0.08 acres of land, more or less.



PATRICK RYAN McMAHON  
REGISTERED PROFESSIONAL LAND SURVEYOR  
NO. 5120

6/17/2013

### NOTES:

1. BEARINGS BASED ON UTM ZONE 14, NAD 83, DERIVED FROM GPS OBSERVATIONS.
2. SURVEYOR HAS MADE NO INVESTIGATION OR INDEPENDENT SEARCH FOR EASEMENTS, ENCUMBRANCES, OR ANY OTHER FACTS THAT AN ACCURATE AND CURRENT TITLE SEARCH MAY DISCLOSE.
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TXPO0074.01  
POLK COUNTY

SCALE: 1" = 100'

DRAWN BY: JEC 3/7/13

REV. 2



L.W. Survey Co.  
8400 N. Sam Houston Pkwy W.,  
Suite 100  
Houston, TX 77064

STERLING III PIPELINE  
POLK COUNTY, TEXAS

SHEET  
1 OF 3

# Temporary Access Road Agreement

Tract No: TXPO0074.01

For and in consideration of the sum of Two Thousand Five Hundred Dollars (\$ 2,500.00 ) in hand paid, the receipt and sufficiency of which is hereby acknowledged, I/we POLK COUNTY, hereinafter called "Grantor" (whether one or more), as the registered owner of the tract of land described below, does hereby grant unto ONEOK Sterling III Pipeline, LLC, its employees, agents, contractors, subcontractors, successors and assigns, hereinafter called "Grantee", the right, license, liberty, privilege and easement to TEMPORARILY enter upon and use Grantor's tract of land for the movement of equipment, vehicles, supplies, and any other purpose associated with the operation of construction equipment. The route of which is proposed, as illustrated in the attached map, across Grantor's tract of land located in the County of Polk, State of Texas.

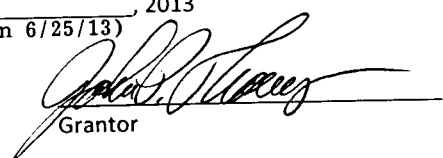
To Wit:

*All of the Railroad right-of-way of Waco, Beaumont, Trinity & Sabine Railway Company in Polk County, Texas, extending from the intersection of said right-of-way with the south right-of-way line of the present Highway 190, at or near Blanchard in said County, in a easterly direction to the eastern terminal of said right-of-way, excluding all or any part of said right-of-way that has been previously sold, or that has, under the terms of the original grant, reverted to the original Grantors, if any. Less and except any conveyances heretofore made.*

Grantee agrees to pay Grantor for any damages whatsoever caused on said tract of land by Grantee's operation hereunder.

Grantee, once it no longer requires use of the Temporary Access area, will restore and reclaim the affected surface to its original condition as best practicable.

Dated this 28 day of June, 2013  
(approved by Commissioners Court on 6/25/13)

  
Grantor

## ACKNOWLEDGEMENT

State of Texas


County of Polk

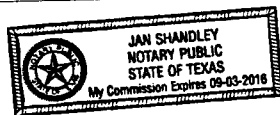
On this 28 day of June, 2013, this instrument was acknowledged before me by John P. Thompson, County Judge of Polk County, on behalf of said County.

WITNESS my hand and official seal the day and year first above written.

My commission expires:

9/3/16

  
Notary Public



# EXHIBIT A

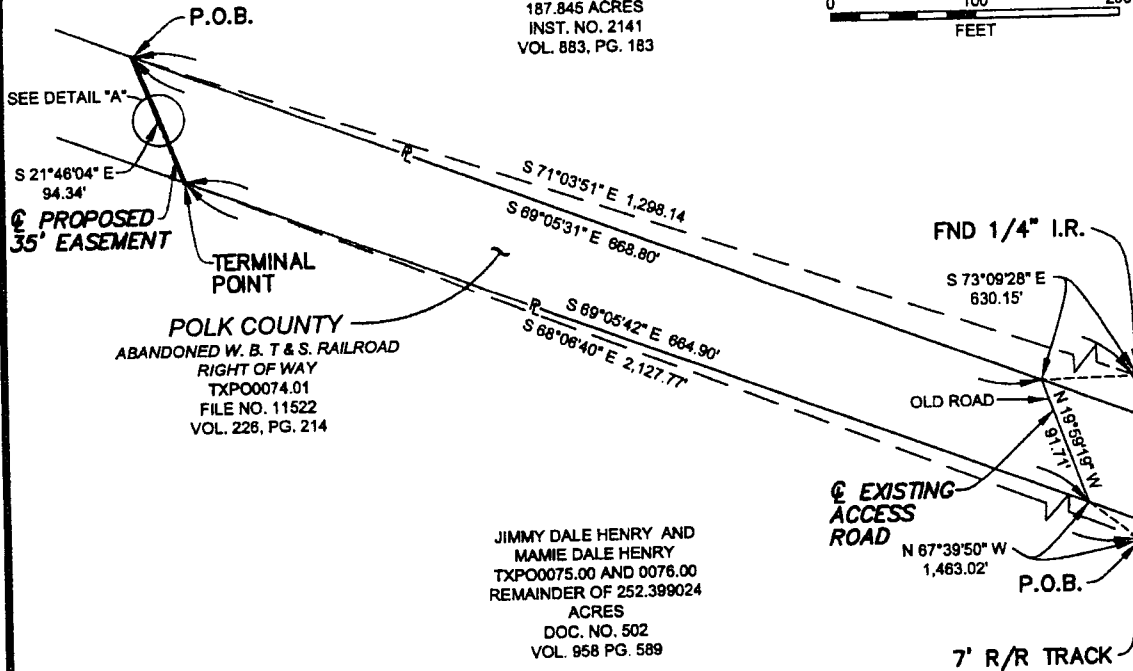
WILLIAM BEAZLEY LEAGUE, A-4  
POLK COUNTY, TEXAS



Scale: 1" = 100'



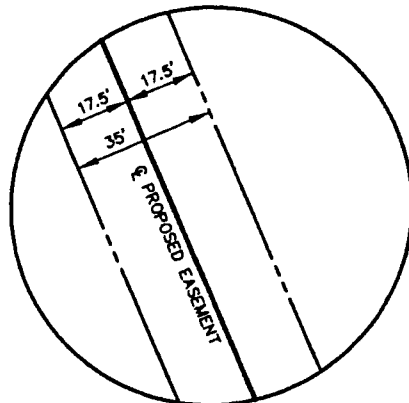
DENISE BERGMAN  
TXPO0073.00  
187.845 ACRES  
INST. NO. 2141  
VOL. 883, PG. 183



POLK COUNTY  
ABANDONED W. B. T & S. RAILROAD  
RIGHT OF WAY  
TXPO0074.01  
FILE NO. 11522  
VOL. 226, PG. 214

JIMMY DALE HENRY AND  
MAMIE DALE HENRY  
TXPO0075.00 AND 0076.00  
REMAINDER OF 252.399024  
ACRES  
DOC. NO. 502  
VOL. 958 PG. 589

EXISTING  
ACCESS  
ROAD



DETAIL "A"  
N.T.S.



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<p>STERLING III PIPELINE</p>			
<p>TXPO0074.01 POLK COUNTY</p>			
SCALE: 1" = 100'	DRAWN BY: JEC	3/7/13	REV. 2
<p>L.W. Survey Co. 2400 E. Sam Houston Pkwy W., Suite 100 Houston, TX 77064</p>		<p>STERLING III PIPELINE POLK COUNTY, TEXAS</p>	<p>SHEET 3 of 3</p>

# EXHIBIT A

WILLIAM BEAZLEY LEAGUE, A-4  
POLK COUNTY, TEXAS

## 40' Access Road Easement

Being a Centerline description of a Forty foot wide Access Road Easement located in the William M. Beasley Survey, Abstract No. 4, Polk County, Texas, being on, over, through and across an abandoned Waco, Beaumont, Trinity & Sabine Railway Company Right of Way, described by Deed to Polk county, recorded under Instrument No. 4522, Volume 226, Page 214 in the Deed Records of Polk County, Texas. All bearings are based on the UTM Zone 14, North American Datum 1983.

**BEGINNING** at a point on the South line of an Abandoned W. B. T. & S. Railroad Right of Way describe by Deed to Polk County, recorded under File Number 11522, Volume 226, Page 214, in the Deed Records of Polk County, Texas, said point being located N 67°39'50" W, a distance of 1,463.02 feet from an 7" Rail Road Iron found for the **POINT OF BEGINNING**; of the here in described 40' access road easement;

**THENCE** N 19°59'19" W, a distance of 91.71 feet to the **END POINT** of the described 40' access road easement, on the Northeastern boundary, said point being located S 73°09'28" E, a distance of 630.15 feet from a 1/4" Iron Rod located on the east line of an 187.845 acre tract described by deed to Denise Bergman recorded in Instrument No. 2141 in the Deed Records of Polk County, Texas. The access road easement contains 0.08 acres more or less.

*Patrick Ryan McMahon*

PATRICK RYAN McMAHON  
REGISTERED PROFESSIONAL LAND SURVEYOR  
NO. 5120

6/7/2013

### NOTES:

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TXP00074.01  
POLK COUNTY

SCALE: 1" = 100'

DRAWN BY: JEC 3/7/13

REV. 2



L.W. Survey Co.  
8400 N. Sam Houston Pkwy W.,  
Suite 100  
Houston, TX 77064

STERLING III PIPELINE  
POLK COUNTY, TEXAS

SHEET  
2 of 3