118547

DEED, BILL OF SALE AND ASSIGNMENT

FOR CONSIDERATION RECEIVED, WELLS RURAL ELECTRIC COMPANY, a Nevada Corporation, Grantor, hereby grants, bargains, sells, conveys, transfers and assigns to SIERRA PACIFIC POWER COMPANY, a Nevada Corporation, Grantee, and to the successors and assigns of the Grantee, forever, all of its rights, title, interest, estate and claim in and to the property located in the Counties of Elko and Eureka, State of Nevada, described as follows:

LAND

All that certain lot, piece or parcel situate in the County of Elko, State of Nevada, more particularly described as follows:

Parcel A as shown upon Parcel Map for DELBERT C. LAYTON and PRISCILLA LAYTON, situate in a portion of Section 35, T. 35 N., R. 54 E., filed in the Office of the County Recorder of Elko County, Nevada on June 7, 1984 as Document No. 191739.

TRANSMISSION LINE

That certain 120 kV transmission line existing from and between the Eightmile Creek Switching Station near and north of Elko, Nevada, southwesterly to the Carlin Substation at Carlin, Nevada and northeasterly on the Carlin - Quarry segment to Structure #6-2, described on Exhibit "C", attached hereto.

SWITCHING STATION

The Eightmile Creek Switching Station, and related facilities, described on Exhibit "A", pages 1 and 2, attached hereto.

PORTION OF SUBSTATION

A portion of the Carlin Substation, and related facilities, described on Exhibit "B", pages 1 and 2, attached hereto.

(Exhibits "A", "B" and "C" herebefore referred to are identical to Exhibits "A", "B" and

SEAL Affixed

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COMMITTED ON THE VALLE OF THE CONFIETS ON THE VALLE OF THE CONFIETS ON THE VALLE OF THE CONFIETS ON THE CONFIETS ON THE CONFIETS ON THE CONFIETS ON THE CONFIETS OF THE CONFIE

"C" attached to and made a part of the Transmission Facilities Purchase Agreement between Wells Rural Electric Company and Sierra Pacific Power Company, dated the 29th day of February, 1988.)

EQUIPMENT AND FIXTURES

All of the overhead and underground facilities and all wire, cable, guyes, anchors, appliances, fittings, equipment, poles, conductors, foundations, structures, switches, buswork, and all other electrical facilities associated with the transmission line, the switching station and the portion of the substation hereinbefore described.

RIGHTS OF WAY AND EASEMENTS

All right, title and interest in and to the rights of way easements relating to the 120 kV line hereinbefore described, including, but not limited to the following:

- 1. A portion of Bureau of Land Management Grant N-38134 at the Carlin Substation sufficient to operate and maintain the portion of the Carlin Substation hereinbefore described.
- 2. That portion of Bureau of Land Management Grant of Easement operated in connection with the 120 kV transmission line described above.
- 3. Road Easement dated September 24, 1984, executed by Southern Pacific Land Company recorded October 26, 1984 in Book 476 of Official Records at page 265, Elko County, Nevada.
- 4. Underground Easement dated September 24, 1984, executed by Southern Pacific Land Company recorded October 26, 1984 in Book 476 of Official Records at page 272, Elko County, Nevada.
- 5. Power Line Easement dated July 16, 1984, executed by Delbert C. Layton and Priscilla Layton recorded July 26, 1984 in Book 465 of Official Records at page 494, Elko County, Nevada.

Power Line Easement dated May 24, 1984, executed by Kevin Dressi and Louis Dressi

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BOOK 615 PAGE 633

recorded June 19, 1984 in Book 461 of Official Records at page 340, Elko County,

- dated March 1, 1985, executed by Randolph Young, Jr. recorded April 10, 1985 in Book 488 of Official Records at page 574, Elko County, Nevada.
- Power Line Easement dated July 10, 1984, executed by Maggie Creek Ranch, Inc. recorded July 16, 1984 in Book 464 of Official Records at page 214, Elko County, Nevada.
- 9. Power Line Easement dated July 10, 1984, executed by Maggie Creek Ranch, Inc. recorded July 16, 1984 in Book 464 of Official Records at page 209, Elko County, Nevada.
- 10. Aerial Easement dated September 24, 1984, executed by Southern Pacific Land Company recorded October 26, 1984 in Book 476 of Official Records at page 258, Elko County, Nevada.

TOGETHER WITH all the fixtures and improvements thereon, and all rights, easements, hereditaments, and appurtenants thereunto hereditaments, and appurtenants thereunto belonging, including all equipment and other tangible property now or hereafter acquired, attached to or reasonably necessary to the use of such property and premises.

SUBJECT TO:

Nevada.

- All taxes and assessments, reservations, exceptions, easements, rights of way, limitations, covenants, conditions, restrictions, terms, liens, charges and licenses affecting the above described property.
- 2. The Indenture of Mortgage, dated December 1, 1940, from Sierra Pacific Power Company to the Bank of New England, at 28 State Street, Boston, Massachusetts, and Gerald R. Wheeler, Trustee, and the twenty-five supplements thereto, the last issued July 1, 1986, which constitutes a first lien upon all property acquired by Sierra Pacific Power Company. Power Company



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BOOK 615 PAGE 634

It is hereby declared to be the intention of the Grantor that the transmission lines, switching station, substation and systems described above, including, without limitation, all rights of way and easements used in connection with the operation or maintenance of such line, stations and systems, and all service and connecting lines, poles, posts, cross arms, wires, cables, conduits, mains, pipes, tubes, transformers, insulators, meters, electrical connections, lamps, fuses, junction boxes, other equipment and fixtures forming part of, or used in connection with, such lines, stations or systems, and all other property physically attached to any of the foregoing-described property, shall be deemed to be real property.

TO HAVE AND TO HOLD the property with the appurtenances to the Grantee and its successors and assigns, forever.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed in its name by its duly authorized officers this _______ day of April, 1988.

WELLS RURAL ELECTRIC COMPANY

SEAL

D. VERNON DALTON, President

ATTEST:

AGST. - Secretary

AUGHAN, MULL & COPENHAVER, LTD. ATTORNEYS AND COUNSELORS 830 IDAHO STREET ELKO, NEVADA 89801

615 PAGE 635

STATE OF NEVADA

) ss.

COUNTY OF ELKO

On ARIL | , 1988, personally appeared before me, a Notary Public, Dass VERNON DALTON, President and the Secretary of Wells Rural Electric Company, who acknowledged that they executed the above instrument on behalf of said corporation.

Ochorah & Bitton

GRANTEE'S ADDRESS:

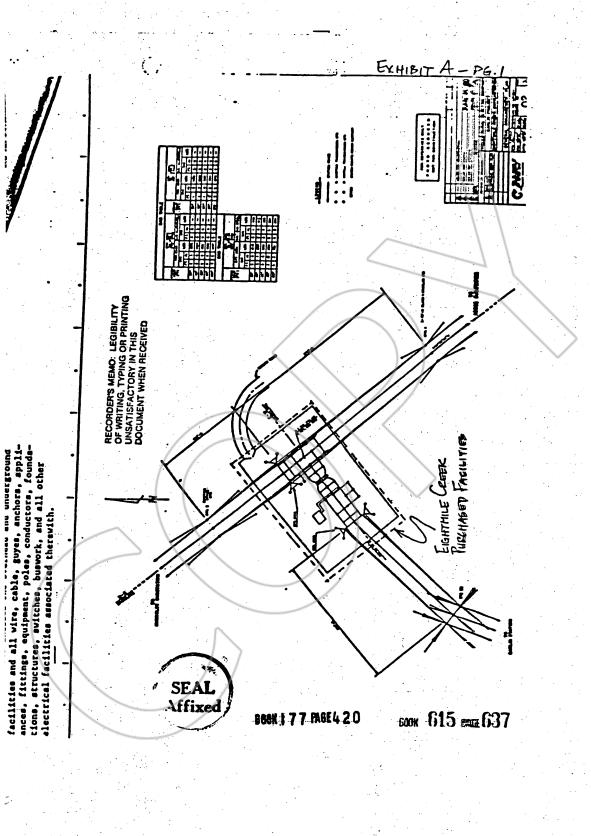
6100 Neil Road P.O. Box 10100 Reno, NV 89520-0026



SEAL Affixed

> VAUGHAN, HULL & COPENHAVER, LTD. ATTORNEYS AND COUNSELORS B30 IDANO STREET ELKO, NEVADA S9801

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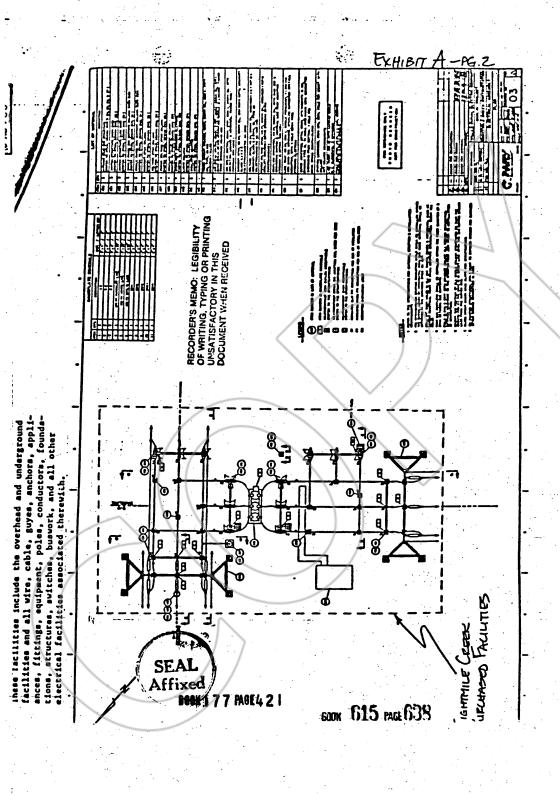
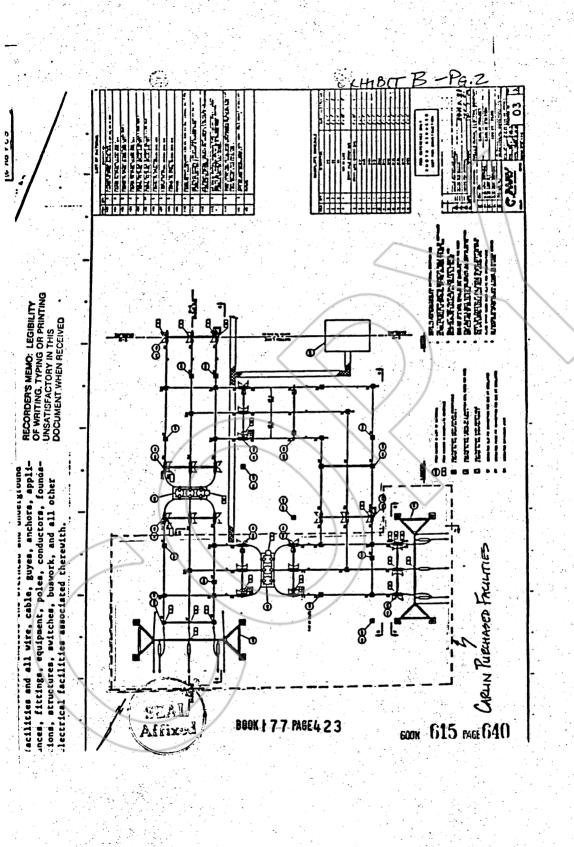
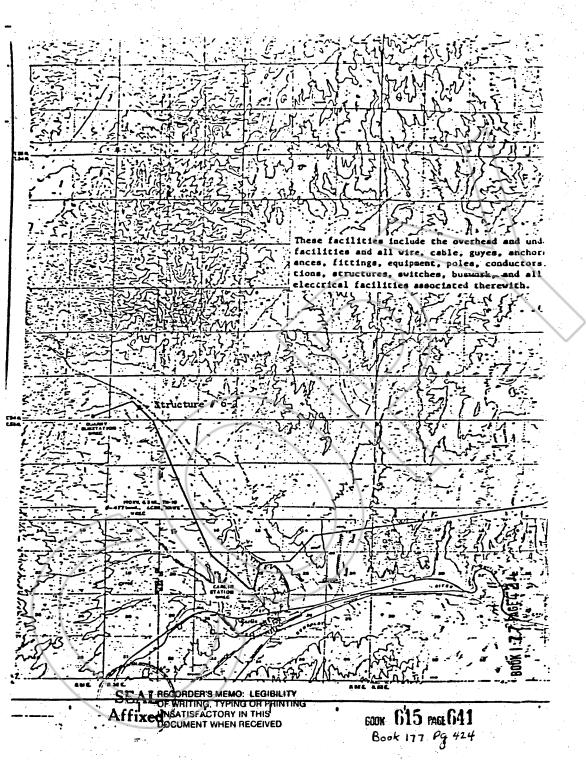


EXHIBIT B RECORDER'S MEMO: LEGIBILITY
OF WRITING, TYPING OR PRINTING
UNSATISFACTORY IN THIS
DOCUMENT WHEN RECEIVED 22. 31 facilities and all wire, cable, guyes, anchors, appli-ances, fittings, equipment, poles, conductors, foundainese tacilities include the overhead and underground tions, etructures, suitches, buswork, and all other electrical facilities associated therewith. 141 SEAL Affixe BOOK 1 77 PAGE 422





SIERRA PACIFIC POWER COMPANY Date: 3/30/88 WELLS RURAL ELECTRIC COMPANY
By: 1 20200 4 CEE WELLS RURAL ELECTRIC CA C DOWes BOOK 615 PARE 642 BOOK 1 77 PAGE 4 25

RECORGED AT THE REQUEST OF 188 MAY 23 A9:36

FILE HELDER HELDED
FIRST AMERICAN TITLE CO. Of Nev.

'88 MAY 18 P4:44

RECORDED BE 615 632 JERRY D. REVANDLOS ELKO CC. RECORDES

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