



DOCUMENT TITLE: AMENDMENT OF THE
RIGHT-OF-WAY LEASE FOR THE ALASKA
STAND ALONE GAS PIPELINE/ASAP,
ADL 418997,
CHANGES TO EXHIBIT B LINE LIST,
MODIFICATIONS TO LEASE STIPULATIONS,
AND ADDITION OF DEFINITIONS AND
LEASE SECTION

RECORDING DISTRICT: Anchorage

ASSOCIATED DOCUMENTS: 2012-003313-0 and 2014-050003-0

GRANTOR: State of Alaska

GRANTEE: Alaska Gasline Development Corporation

AFTER RECORDING RETURN TO:

State Pipeline Coordinator's Section
Attn: Jennifer Murrell
3651 Penland Parkway
Anchorage, Alaska 99508
907-269-6479

STATE BUSINESS – NO CHARGE

**AMENDMENT OF THE RIGHT-OF-WAY LEASE
FOR THE
ALASKA STAND ALONE GAS PIPELINE/ASAP
ADL 418997**

**CHANGES TO EXHIBIT B LINE LIST,
MODIFICATIONS TO LEASE STIPULATIONS, AND
ADDITION OF DEFINITION AND LEASE SECTION**

This is an Amendment of the RIGHT-OF-WAY LEASE FOR THE ALASKA STAND ALONE GAS PIPELINE/ASAP, ADL 418997, hereinafter referred to as AMENDMENT.

The RIGHT-OF-WAY LEASE FOR THE ALASKA STAND ALONE GAS PIPELINE/ASAP, ADL 418997, dated July 25, 2011, was recorded in the Barrow Recording District as Document No. 2012-000052-0, on February 3, 2012; Fairbanks Recording District as Document No. 2012-001925-0, on February 3, 2012; Fort Gibbon Recording District as Document No. 2012-000004-0, on February 3, 2012; Rampart Recording District as Document No. 2012-000002-0, on February 3, 2012; Nenana Recording District as Document No. 2012-000055-0; on February 3, 2012; Talkeetna Recording District as Document No 2012-000165-0, on February 2, 2012; Anchorage Recording District as Document No. 2012-003313-0, on January 20, 2012; and Palmer Recording District as Document No. 2012-002021-0, on February 2, 2012.

This AMENDMENT is made and entered into and becomes effective this 31st day of March, 2017, by and between the STATE OF ALASKA located at 3651 Penland Parkway, Anchorage, Alaska 99508, acting through the Commissioner of Natural Resources, hereinafter referred to as COMMISSIONER, and Alaska Gasline Development Corporation (AGDC), as lessee for the Alaska Stand Alone Gas Pipeline/ASAP (ASAP) located at 3201 C Street, Suite 200, Anchorage, Alaska 99503, hereinafter referred to as LESSEE.

The LESSEE requested to amend the existing right-of-way lease, ADL 418997, to update the Exhibit B Line List, as incorporated into the lease, to include additional State of Alaska land. The updated Exhibit B Line List describes the realignment of the mainline pipeline, referred to as Version 6.1, and the realignment of the Fairbanks lateral pipeline, referred to as Version 4.1. Furthermore, the construction corridor is increased from 100 feet to a nominal 120 feet. The updated Exhibit B Line List is attached and is incorporated as part of this AMENDMENT.



The LESSEE also requested the following changes to the lease for clarification as to what activities may be performed prior to Initial Construction.

- Add New Definition in Exhibit D

Pre-Construction Activities includes without limitation the following kinds of Field Activities conducted by the Lessee prior to Initial Construction: material movement and stockpiling; development of borrow-pit areas; development of access roads; and establishment of gravel pads for work-camps, the Gas Conditioning Facility and other Related Facilities.

- Modify Stipulations in Exhibit A

The header for Stipulation 1.3 is modified to be “**Authorization for Construction Activities.**”

Stipulation 1.3.1.1 is modified to be,

The Lessee shall not initiate any Construction on State Land without prior written permission of the Pipeline Coordinator. Such permission shall be given by means of Written Authorization or a Notice-to-Proceed issued by the Pipeline Coordinator. Each Written Authorization or Notice-to-Proceed shall authorize Construction only as therein expressly stated.

Stipulation 1.7.1 is modified to be,

For Pre-Construction Activities or after Initial Construction of the Pipeline, the Pipeline Coordinator may require Written Authorization for a major activity or significant modification to the Pipeline. Required information shall be project-specific and provided to the Lessee in writing.

The right-of-way lease is further modified to incorporate the required conditions of Alaska Statute (AS) 41.21.153(d)(1)-(3), AS 41.21.466(d)(1)-(3), and AS 41.21.496(d)(1)-(3). These conditions are now incorporated as Section 44 of the Lease:



44. Compliance with AS 41.21.153, AS 41.21.466, and AS 41.21.496

(a) There is reserved to the State the interests necessary to provide for public access by foot, snow machine, dog sled, and other traditional means of access along and across that portion of the Leasehold within the exterior boundaries of Denali State Park, Nancy Lake State Recreation Area, and Willow Creek State Recreation Area.

(b) There is reserved to the State the interests necessary to preserve, to the maximum extent practicable, the recreational, scenic, cultural, historical, and habitat values consistent with and to the extent of the Leasehold's location within the exterior boundaries of Denali State Park, Nancy Lake State Recreation Area, and Willow Creek State Recreation Area.

(c) The State may terminate this Lease if Construction of the Pipeline has not begun ten (10) years after the Effective Date of the Lease.

NOW THEREFORE, the COMMISSIONER and LESSEE agree to amend the RIGHT-OF-WAY FOR THE ALASKA STAND ALONE GAS PIPELINE/ASAP, ADL 418997, to include the lands described in the updated Exhibit B (Line List), to add a definition to Exhibit D (Definitions), to change Exhibit A (Stipulations), and to add Lease Section 44, all as described above.

IN WITNESS WHEREOF, the COMMISSIONER and LESSEE have affixed their signatures to duplicate originals of the AMENDMENT.

STATE OF ALASKA

By: 

Andrew T. Mack

Commissioner

Department of Natural Resources

STATE OF ALASKA)

) ss.

THIRD JUDICIAL DISTRICT)

LESSEE

By: 

Keith Meyer

President

Alaska Gasline Development Corporation

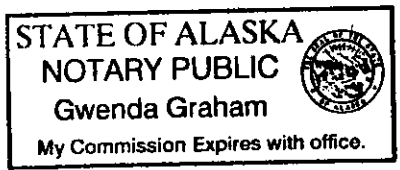


THIS IS TO CERTIFY that on the 27th day of February, 2017, before me, personally appeared Keith Meyer, the President of the Alaska Gasline Development Corporation as Lessee for the Alaska Stand Alone Gas Pipeline/ASAP, who executed the foregoing document and acknowledged voluntarily signing the same.

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

Gwenda Graham
Notary Public in and for the State of Alaska
My Commission expires with Office

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)



THIS IS TO CERTIFY that on the 31 day of March, 2017, before me, personally appeared Andrew T. Mack, the Commissioner of the Department of Natural Resources of the State of Alaska, who executed the foregoing document 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

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



THIS LINE LIST IS SUBJECT TO COMPLETED DNR TITLE REPORTS

**ADL 418997
ALASKA STAND ALONE GAS PIPELINE/ASAP
RIGHT-OF-WAY LEASE**

**EXHIBIT B LINE LIST – AMENDMENT 2
To be used jointly with the ASAP Mapbooks dated 1/14/2016.**

The ROW construction corridor is generally 120 feet wide, except for slope stability areas and work pads, as depicted within the ASAP Mapbooks. Minor variations in the alignment are expected as title work is finalized. This exhibit will be superseded by a DNR approved As-Built survey once initial construction of the project is concluded.

Umiat Meridian	
Township, Range	Sections
T11N, R14E	10, 15, 16, 21, 22, 27, 28, 32, 33, 34
T10N, R14E	5, 7, 8, 18, 19, 30, 31
T9N, R14E	6, 7, 18, 33, 34
T9N, R13E	1, 12, 13, 24, 25, 36
T8N, R14E	1, 2, 3, 4, 5, 6, 7, 17, 18, 19, 20, 21, 30, 31, 32
T7N, R14E	5, 6, 7, 18, 19, 30
T7N, R13E	13, 24, 25, 36
T6N, R13E	1, 2, 11, 12, 13, 24, 25, 36
T5N, R14E	6, 7, 18, 19, 20, 29, 30, 31
T5N, R13E	1, 12
T4N, R14E	4, 9, 16, 21, 28, 33
T3N, R14E	4, 9, 10, 15, 22, 23, 26, 27, 34, 35
T2N, R14E	2, 11, 12, 13, 14, 24, 25, 35, 36
T2N, R15E	31
T1N, R14E	2, 11, 14, 22, 23, 27, 28, 32, 33
T1S, R14E	3, 4, 9, 16, 21, 22, 27, 28, 33, 34
T2S, R14E	3, 4, 9, 16, 17, 20, 21, 28, 29, 32, 33
T3S, R14E	5, 6, 7, 18, 19, 29, 30, 31
T3S, R13E	25, 36
T4S, R14E	6, 7, 18, 19, 30, 31
T4S, R13E	1
T5S, R14E	4, 5, 8, 17, 18, 19, 20, 30, 31
T6S, R14E	6, 7, 18, 19, 30, 31
T7S, R14E	5, 6, 7, 8, 16, 17, 20, 21, 29, 31, 32
T8S, R14E	5, 6, 7, 18
T8S, R13E	12, 13, 23, 24, 26, 27, 28, 33, 34



THIS LINE LIST IS SUBJECT TO COMPLETED DNR TITLE REPORTS

Fairbanks Meridian	
Township/Range	Sections
T29N, R12W	23, 24, 25, 26, 35
T28N, R12W	3, 10, 15, 16, 21, 22
T12N, R11W	12, 13, 24
T12N, R10W	18, 19, 20, 27, 28, 29, 30, 34, 35, 36
T12N, R9W	31
T11N, R9W	4, 5, 6, 7, 8, 9, 15, 16, 17, 22, 23, 25, 26, 36
T11N, R10W	1, 2
T11N, R8W	30, 31, 32
T10N, R8W	3, 4, 5, 10, 11, 12, 13, 14
T10N, R7W	18, 19, 20, 28, 29, 30, 32, 33
T9N, R7W	3, 4, 10, 11, 13, 14, 24, 25, 26
T9N, R6W	19, 30, 31, 32
T8N, R6W	5, 7, 8, 9, 15, 16, 17, 18, 22, 23, 25, 26, 36
T8N, R5W	30, 31
T7N, R6W	1
T7N, R5W	5, 6, 7, 8, 16, 17, 20, 21, 28, 29, 32, 33, 35, 36
T7N, R3W	7
T7N, R4W	11, 12, 14, 15, 20, 21, 22, 28, 29, 30, 31
T6N, R5W	2, 3, 4, 5, 8, 9, 10, 16, 21, 28, 33
T5N, R5W	4, 9, 16, 20, 21, 29, 31, 32
T5N, R3W	33, 34
T4N, R3W	4, 5, 6, 7, 8
T4N, R5W	5, 6, 7, 8
T4N, R4W	12, 13, 14, 22, 23, 27, 28, 32, 33
T4N, R6W	12, 13, 24, 25, 36
T3N, R4W	5, 6
T3N, R5W	1, 2, 7, 8, 9, 10, 11, 12, 17, 18
T3N, R6W	1, 12, 13, 24, 25, 36
T2N, R6W	1, 12, 13, 24, 25, 36
T2N, R3W	31, 32, 33, 34, 35, 36
T2N, R4W	31, 32, 33, 34, 35, 36
T2N, R5W	31, 32, 33, 34, 35, 36
T1N, R2W	8, 16, 17, 27, 28, 35
T1N, R4W	1, 2, 3, 4, 5, 6, 7
T1N, R5W	1, 2, 3, 4, 5, 6, 7, 11, 12
T1N, R6W	1, 2, 11, 12, 13, 24, 25, 26, 34, 35
T1S, R6W	3, 4, 9, 16, 21, 28, 29, 31, 32
T2S, R6W	5, 6, 7, 8, 18,
T2S, R7W	1, 12, 13, 14, 22, 23, 27, 28, 32, 33, 34
T3S, R7W	4, 5, 6, 7, 8, 9, 18, 19
T3S, R8W	13, 23, 24, 26,
T4S, R8W	2, 11, 14, 15, 33, 34
T5S, R8W	4, 5, 8, 9, 10, 11, 14, 15, 16, 17, 19, 20, 30, 31
T5S, R9W	36



THIS LINE LIST IS SUBJECT TO COMPLETED DNR TITLE REPORTS

Township, Range	Sections
T6S, R9W	1, 12, 13, 14, 23, 24, 25, 26, 34, 35, 36
T6S, R8W	31
T7S, R8W	6
T7S, R9W	3, 4, 5, 8, 9, 10, 15, 16, 17, 20, 21, 22, 27, 28, 29, 33, 34
T8S, R9W	3, 4, 10, 14, 15, 22, 23, 27
T9S, R9W	2, 3, 11, 13, 14, 24, 25, 36
T9S, R8W	30, 31
T10S, R8W	6, 7, 8, 17, 20, 21, 28
T11S, R8W	3, 4, 9, 10, 15, 16, 21, 22, 27, 34, 35
T12S, R8W	2, 3, 22, 23, 26, 36
T13S, R7W	5, 6, 7, 8, 9, 16, 21, 27, 28, 34, 35
T13S, R8W	1
T14S, R7W	2, 3, 13, 36
T14S, R6W	17, 18, 19, 20, 29, 30
T15S, R6W	20
T17S, R7W	34
T18S, R7W	3
T18S, R8W	20, 29, 30
T18S, R9W	25, 35, 36
T19S, R9W	31
T20S, R9W	5, 7, 8, 18, 19
T20S, R10W	13, 24, 25, 26, 35, 36
T21S, R10W	2, 3, 9, 10, 16, 19, 20, 21, 28, 29, 32, 33
T22S, R10W	5, 6, 7, 8, 18, 19
T22S, R11W	1, 11, 27, 12, 13, 14, 23, 24, 25, 26, 34
Seward Meridian	
Township/Range	Sections
T33N, R2W	15, 16, 20, 21, 29, 30, 31
T33N, R3W	36
T32N, R3W	1, 2, 3, 8, 9, 10, 11, 16, 17, 19, 20, 30, 31
T32N, R4W	35, 36
T31N, R4W	1, 2, 3, 9, 10, 16, 17, 19, 20, 30
T31N, R5W	24, 25, 26, 34, 35
T30N, R5W	2, 3, 9, 10, 16, 17, 20, 21, 28, 33
T29N, R5W	4, 7, 8, 9, 18, 19, 30, 31, 32
T28N, R5W	6, 8, 17, 19
T27N, R5W	6, 7, 18, 19, 30, 31
T26N, R5W	5, 6, 7, 8, 30
T25N, R5W	5, 8, 17, 20, 29, 33
T24N, R5W	4, 5, 8, 9, 10, 15, 25
T23N, R4W	5, 8, 17, 29, 31
T23N, R5W	36
T22N, R5W	1, 12, 13
T22N, R4W	7, 18, 19, 20, 29, 30, 32
T21N, R4W	6, 7, 18, 19, 30, 31



THIS LINE LIST IS SUBJECT TO COMPLETED DNR TITLE REPORTS

Township, Range	Sections
T21N, R5W	25
T20N, R5W	24, 35, 36
T20N, R4W	6, 7
T19N, R5W	1, 2, 10, 12, 15, 22, 23, 27, 34, 35
T18N, R5W	10, 11, 15, 16, 21
T17N, R5W	11, 13, 14, 15, 17
T17N, R4W	14, 18
T16N, R5W	10, 11, 14, 15, 22
T16N, R4W	5
T15N, R4W	16

