

CONSENT AGREEMENT

WHEREAS, MIDSTATE ELECTRIC COOPERATIVE hereinafter called the "CONSENTOR," by virtue of a WARRANTY DEED AND EASEMENT, dated (No Date), and recorded March 27, 1968, in Book M68, at Page 2381, Klamath County records, has an interest in the following described real property situated in Klamath County, State of Oregon to wit:

"A 30 foot easement for an electrical transmission line, the centerline of which is 7.5 feet westerly of and parallel to the easterly right-of-way boundary of Bonneville Power Administration electrical transmission line right-of-way and which includes the westerly 7.5 feet of the Pacific Gas Transmission pipe line within Section 31, Township 27 South, Range 8 East, W.M.; Section 6, 7, 18 and 19, Township 28 South, Range 8 East, W.M.; Sections 24, 25 and 36, Township 28 South, Range 7 East, W.M.; Section 1, Township 29 South, Range 7 East, W.M., to a crossing of Briggs Road"

WHEREAS, WEYERHAEUSER COMPANY hereinafter called the "GRANTOR," has conveyed to the United States of America, hereinafter called the "GRANTEE," an easement for right-of-way purposes over and across said real property by virtue of instrument dated July 14, 1995, and recorded October 16, 1995, in Book M95, Page 28190, Klamath County Records.

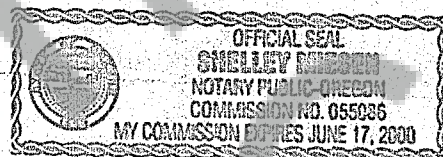
NOW, THEREFORE, the Consentor consents to the above mentioned conveyance from the grantor to the grantee upon the real property hereinbefore described.

IN WITNESS WHEREOF, the Consentor has caused this instrument to be executed this 7th day of March, 1997

Midstate Electric Cooperative

by: [Signature]

Title: GENERAL MANAGER



SEAL

Attest:

[Signature]
Secretary

97 APR -2 P1:16

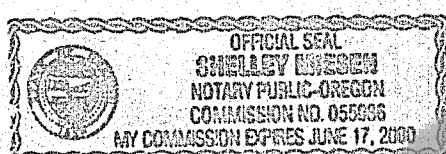
15

State of Oregon)
) ss.
 County of Deschutes

On this day personally appeared before me
Billa Kopacz,
 to me known to be the identical individuals described in and who
 executed the within and foregoing instrument and acknowledged to me
 that they signed and executed the same as their free and voluntary act
 and deed, for the uses and purposes therein mentioned.

Given under my hand and seal this 7th day of March, 1997.

Shelley Miesen
 Notary Public in and for the State
 of Oregon
 residing at _____
 My commission expires 6/17/00



(SEAL)

STATE OF OREGON : COUNTY OF KLAMATH: ss.

Filed for record at request of Fremont National Forest the 2nd day
 of April A.D., 19 97 at 1:16 o'clock P.M., and duly recorded in Vol. M97
 of Deeds on Page 9646

Return: Fremont National Forest Bernetha G. Leisch, County Clerk
 524 North G. St.
 Lakeview, Or. 97630 by Kathleen Ross

FEE \$15.00