

## TEMPORARY CONSTRUCTION EASEMENT

THIS TEMPORARY CONSTRUCTION EASEMENT is made by and between the MUSKOGEE COUNTY, an Oklahoma municipal corporation (the "Grantor" whether one or more), with an address of 3000 North Street, Muskogee, Oklahoma 74403 and UNION PACIFIC RAILROAD COMPANY, a Delaware corporation (the "Grantee"), with an address of 1400 Douglas St., STOP 1690, Omaha, Nebraska 68179.

The Grantor, for good and valuable consideration to be paid by the Grantee to the Grantor, the sufficiency of which is hereby acknowledged, does hereby GRANT, CONVEY and CONFIRM unto the Grantee, its successors and assigns, a TEMPORARY CONSTRUCTION EASEMENT in, to, over, along, upon and across the property located in near Fort Gibson, Muskogee County, Oklahoma depicted as "Potential Stabilization Area" on **Exhibit A**, attached hereto and made a part hereof (the "Construction Area").

This Temporary Construction Easement is to be used by the Grantee and its employees, agents, contractors and permittees for any and all work and installations necessary, or in support of, the stabilization of the embankment within the Construction Area to include the right to remove, as needed, any and all vegetation and trees. The Grantor also hereby grants unto the Grantee and its employees, agents, contractors and permittees, the right of ingress and egress to and from the Construction Area for the purpose of exercising the rights herein granted.

The Temporary Construction Easement granted herein shall commence on the date of this instrument and continue until 11:59pm central standard time on November 16<sup>th</sup>, 2022 (the "Construction Period").

By its acceptance of this instrument, the Grantee agrees to indemnify and hold harmless the Grantor from and against loss, damages, costs and expenses which may result from injury to or death of persons or loss of or damage to property when such loss is due to or arises in connection with or as a result of Grantee's use of the Construction Area during the Construction Period, except to the extent that the loss is caused by the negligence of the Grantor.

TO HAVE AND TO HOLD the Construction Area unto the Grantee, its successors and assigns, for a Temporary Construction Easement, and the Grantor, for itself and its successors and assigns, does hereby covenant with the Grantee, its successors and assigns, that it is lawfully seized of the Construction Area, that the Construction Area is free from encumbrances, it has the good right and lawful authority to grant this Temporary Construction Easement, and that it and its successors and assigns, shall warrant and defend the same unto the Grantee, its successors and assigns during the

term of this Temporary Construction Easement, against the lawful claims of all persons whomsoever.

SPECIAL PROVISIONS

- 1) In consideration of this Construction Easement, the Grantee shall pay the Grantor (within fourteen business days of the Grantor's full execution of this Construction Easement and Grantor providing a completed and signed W-9 form) a one-time, lump sum payment in the total amount of Twenty Five Thousand and no/100 Dollars (\$25,000.00).

IN WITNESS WHEREOF, the Grantor and Grantee have executed this instrument as of the 23rd day of May, 2022.

GRANTOR

MUSKOGEE COUNTY

[Signature] For Ken Duke  
 By:  
 Its:

23 day of May 2022  
 Chairman [Signature]  
 Member [Signature]  
 Member [Signature] For Ken Duke  
 Attest: [Signature] County Clerk

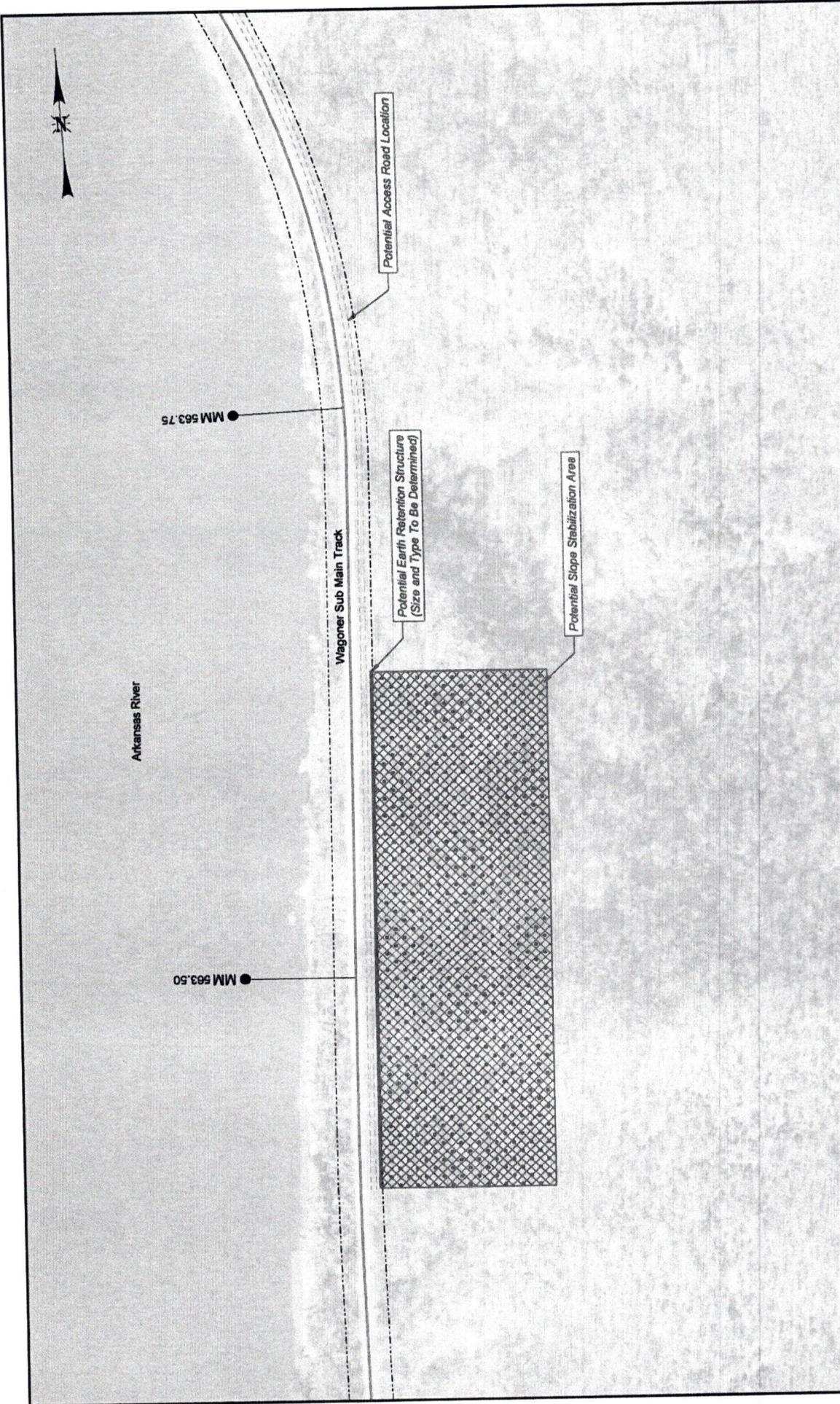


GRANTEE

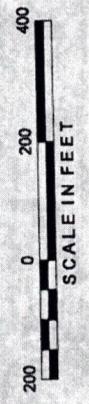
UNION PACIFIC RAILROAD COMPANY

**Kris Anderson**  
 Digitally signed by Kris Anderson  
 DN: C=US, E=dkanders01@up.com,  
 O=Union Pacific Railroad Company,  
 OU=Manager Real Estate -  
 Acquisitions, CN=Kris Anderson  
 Date: 2022.05.23 14:19:46-05'00'  
 Kris Anderson  
 Manager Real Estate - Acquisitions

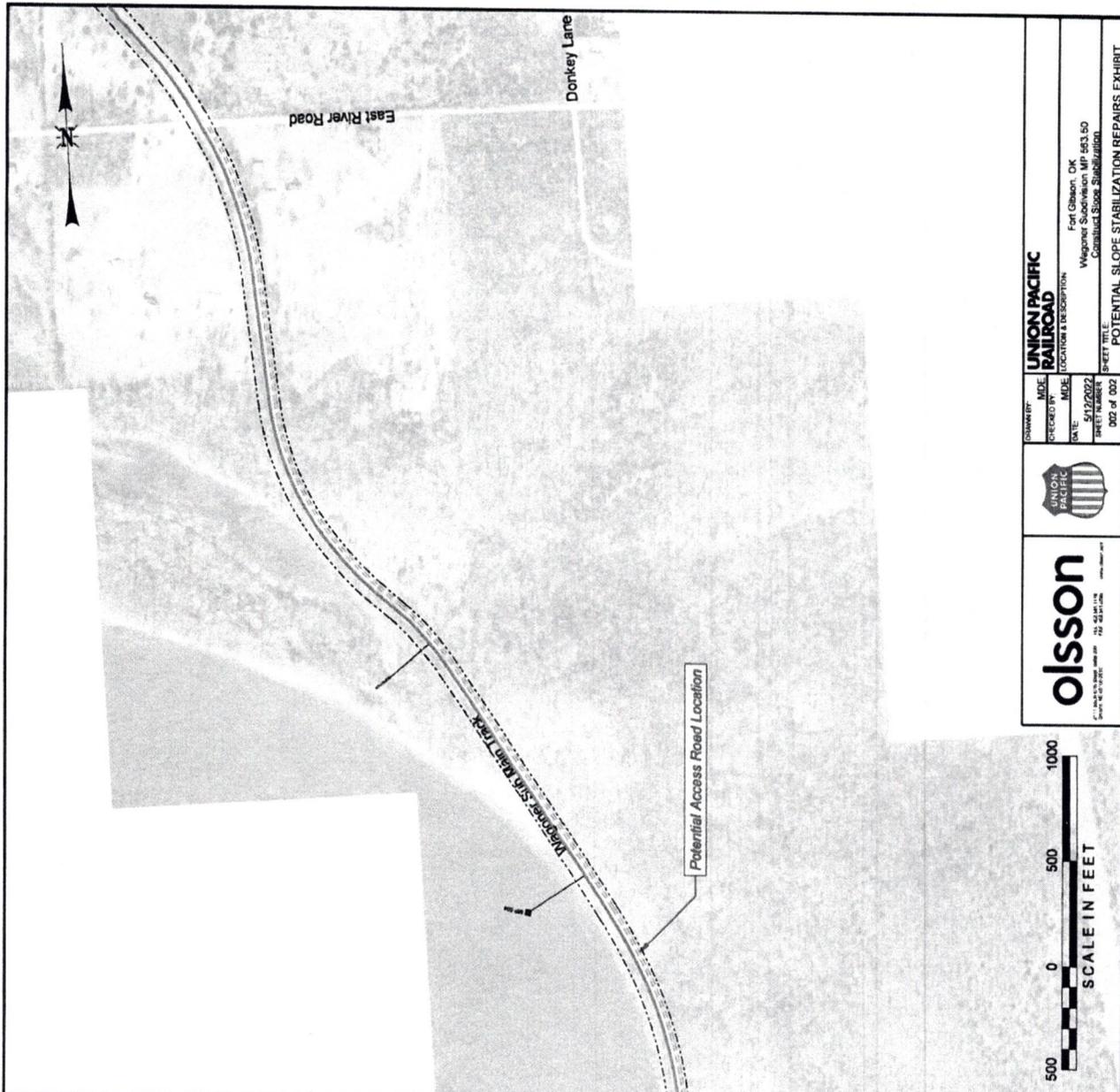
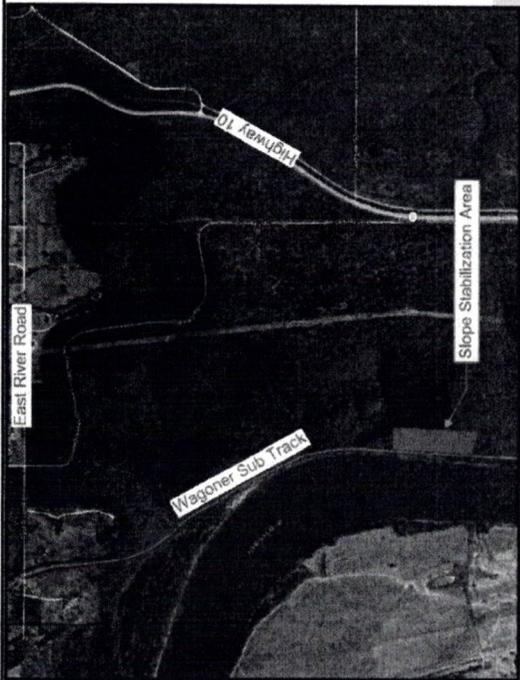
**EXHIBIT A TO TEMPORARY CONSTRUCTION EASEMENT**  
*(To be attached)*



		<b>UNION PACIFIC RAILROAD</b> LOCATION & DESCRIPTION East Gibson, OK Wagoner Subdivision, MP 563.50 Cross-tie Slope Stabilization
DRAWN BY MDE CHECKED BY MDE DATE 5/17/2022	SHEET NUMBER 001 of 002	SHEET TITLE POTENTIAL SLOPE STABILIZATION REPAIRS EXHIBIT



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 5/12/2022



OWNER	UNION PACIFIC RAILROAD
PROJECT	LOCATION & DESCRIPTION
DATE	Fort Gibson, OK
SHEET NUMBER	Wagoner Subdivision MP 563.50
002 of 002	Consolidated Slope Stabilization
	SHEET TITLE
	POTENTIAL SLOPE STABILIZATION REPAIRS EXHIBIT

Color Table: K:\Bentley\workspace\Bentley\Projects\Clients\UPRR\Track\UPRR\Track\_V91\Color\_VL\PRN.tbl  
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 5/12/2022