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SUBLETTE COUNTY, PINEDALE, WYOMING

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AGREEMENT

This agreement made and entered into on this 2nd
day of January, 1962, by and between HELEN JENKINS O'NEIL, of
Sublette County, Wyoming, and hereinafter referred to as Pledgee,
or O'Neil, and JOHN S. KVENILD of the same place and hereinafter
referred to as the Pledgor or Kvenild, witnesseth:

That Pledgor has heretofore purchased from the Pledgee
16 2/3 shares of capital stock of Bar Cross Land and Livestock
Company, a Corporation, and which said Pledgor has agreed to pay
therefor to the Pledgee, the sum of \$150,000.00, payable at the
rate of \$7,500.00 annually over a period of twenty (20) years.
That said stock of said Corporation was placed in escrow with the
Rock Springs National Bank of Rock Springs, Wyoming, as escrow
agent, together with the assignment thereof and promissory note
to the said escrow agent and said note is hereto attached and made
a part hereof.

That the said Pledgee has delivered said capital stock
of the Bar Cross Land and Livestock Company to the Pledgor and
in consideration therefor, and as security for the obligation
hereinabove-described, the said Pledgor has delivered to the Rock
Springs National Bank of Rock Springs, Wyoming, as escrow agent,
for the Pledgee, 300 shares of capital stock of the Reservoir Ranch
Company, Incorporated, which is all of the issued and outstanding
capital stock of said company.

To secure the said payment of the obligation as aforesaid, the said Pledgor agrees as follows: