

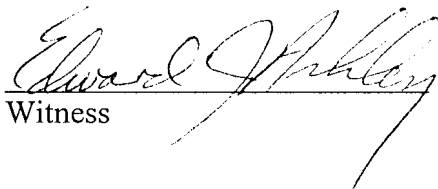
WARRANTY DEED
(and Partial Release from Mortgage)

KNOW ALL PERSONS BY THESE PRESENTS that **DALLAS COMPANY** a Maine general partnership with a principal place of business in Stratton, Maine, for consideration paid, **GRANTS TO KIBBY WINDPOWER, LLC.** a Maine limited liability company with a mailing address of 9 Castle Road, New Gloucester, Maine 04260, with **WARRANTY COVENANTS**, certain land and interests in land in Redington Township and Dallas Plantation, County of Franklin and State of Maine, bounded and described in **Schedule A** attached here and made a part hereof.


Being a portion of the same premises described in a Deed from **GEORGIA-PACIFIC CORPORATION** and **GEORGIA-PACIFIC RESINS, INC.**, to **DALLAS COMPANY** dated December 2, 1994 and recorded in the Franklin County Registry of Deeds at Book 1496, Page 212.

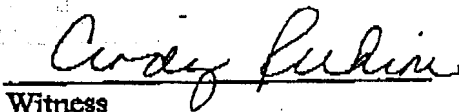
KEYBANK NATIONAL ASSOCIATION (successor to Key Bank of Maine) joins in this deed (but not the covenants thereof) with Dallas Company for the purpose of releasing the property conveyed hereby from the operation, lien and effect of a certain Mortgage Deed, Security Agreement and Financing Statement granted to Key Bank of Maine by Dallas Company, dated December 12, 1994, and recorded in the Franklin County Registry of Deeds at Book 1496, Page 216, said Mortgage otherwise to remain in full force and effect.

IN WITNESS WHEREOF, the said **DALLAS COMPANY** has caused this instrument to be signed and sealed by Luke Brochu, its General Partner, this 10th day of March, 1998, and the said **KEYBANK NATIONAL ASSOCIATION** has caused this instrument to be sealed with its corporate seal and signed in its corporate name by _____ its officer duly authorized on March __, 1998.



Witness

DALLAS COMPANY

By: 
Luke Brochu, General Partner


Witness

KEYBANK NATIONAL ASSOCIATION

By: 
Its: Assistant Vice President
(print name) Sally A. Garand

(acknowledgements on next page)

State of Maine:
Franklin, ss.

March 10, 1998

Personally appeared the above named Luke Brochu, General Partner of said **Dallas Company** and acknowledged the foregoing to be his free act and deed in his said capacity and the free act and deed of said **Dallas Company**.

Before me,

Edward J. Ashley

Notary Public/Attorney at Law

Print Name: EDWARD J. ASHLEY

State of Maine:
Kennebec, ss.

March 10, 1998

Personally appeared the above named Sally A. Garand, as Assistant ~~Vice-President~~ of said **KeyBank National Association**, and acknowledged the foregoing to be ~~his~~/her free act and deed in ~~his~~/her said capacity and the free act and deed of said **KeyBank National Association**.

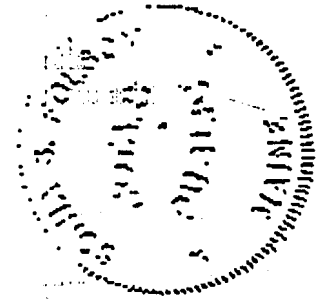
Before me,

Sonia S. Folsom

Notary Public/Attorney at Law

Print Name: _____

SONIA S. FOLSOM
NOTARY PUBLIC, MAINE
MY COMMISSION EXPIRES FEB. 29, 2000



Schedule A

Grantor: Dallas Company

Grantee: Kibby Windpower, LLC

A certain lot or parcel of land situated in **Redington Township** (also known as T1-R2, W.B.K.P.), County of Franklin and State of Maine, bounded and described as follows:

Beginning at a flared base monument at the northeast corner of land conveyed to the United States Department of Navy by deed dated March 24, 1986 and recorded in the Franklin County Registry of Deeds at Book 890, Page 79, said land being referenced as Parcel No. 1 in said deed;

Thence, westerly by the following courses along the northerly sideline of land of said Department of Navy:

S 80 -32' -51" W, 2560.40 feet to a rock tablet;
N 58 -15' -58" W, 4641.67 feet to a capped rod;
S 88 -16' -45" W, 850 feet to a point;

Thence by the following courses across land of Dallas Company:

N 06 -30' E, 600 feet to a point;
N 75 -30' E, 1925 feet to a point;
S 76 -10' E, 3160 feet to a point;
N 03 -50' E, 2975 feet to a point;
N 87 -45' W, 1885 feet to a point;
N 01 -00' E, 465 feet to a point;
N 65 -30' E, 3090 feet, more or less, to a point on the westerly town line of Carrabassett Valley;

Thence S 09 -29' -53" E, along the said westerly town line of Carrabassett Valley, 7205 feet, more or less, to the point of beginning.

Said parcel contains 517.5 acres, more or less.

The above premises are conveyed **TOGETHER WITH** an easement to use, maintain or upgrade such portions of any roads (whether now existing or hereafter constructed by Dallas Company) on other property of Dallas Company in **Dallas Plantation and Redington Township**, as is reasonably necessary for access to the premises conveyed hereby; and **SUBJECT TO** a retained easement by Dallas Company, for the benefit of Dallas Company and its successors and assigns, to use, maintain or upgrade any roads (whether now existing or hereafter constructed) on the premises conveyed hereby. Both Grantor and Grantee agree that in exercising their easement rights hereunder, they will not unreasonably interfere with the operations of the other party, and a using party will repair any damage to jointly used roads caused by such using party to at least the level of maintenance existing prior to the use causing any such damage. Grantee shall have the right to gate such roads on its property, to deny access to the general public, in which case Grantee will provide Grantor means of access for Grantor's own use.

DALLAS/TIBBY



REDINGTON TWP.
(T1 R2 WBKP)
FRANKLIN COUNTY, MAINE

Exhibit A-1

**Endless Energy Corp
Option**

LEGEND

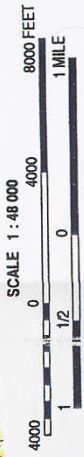
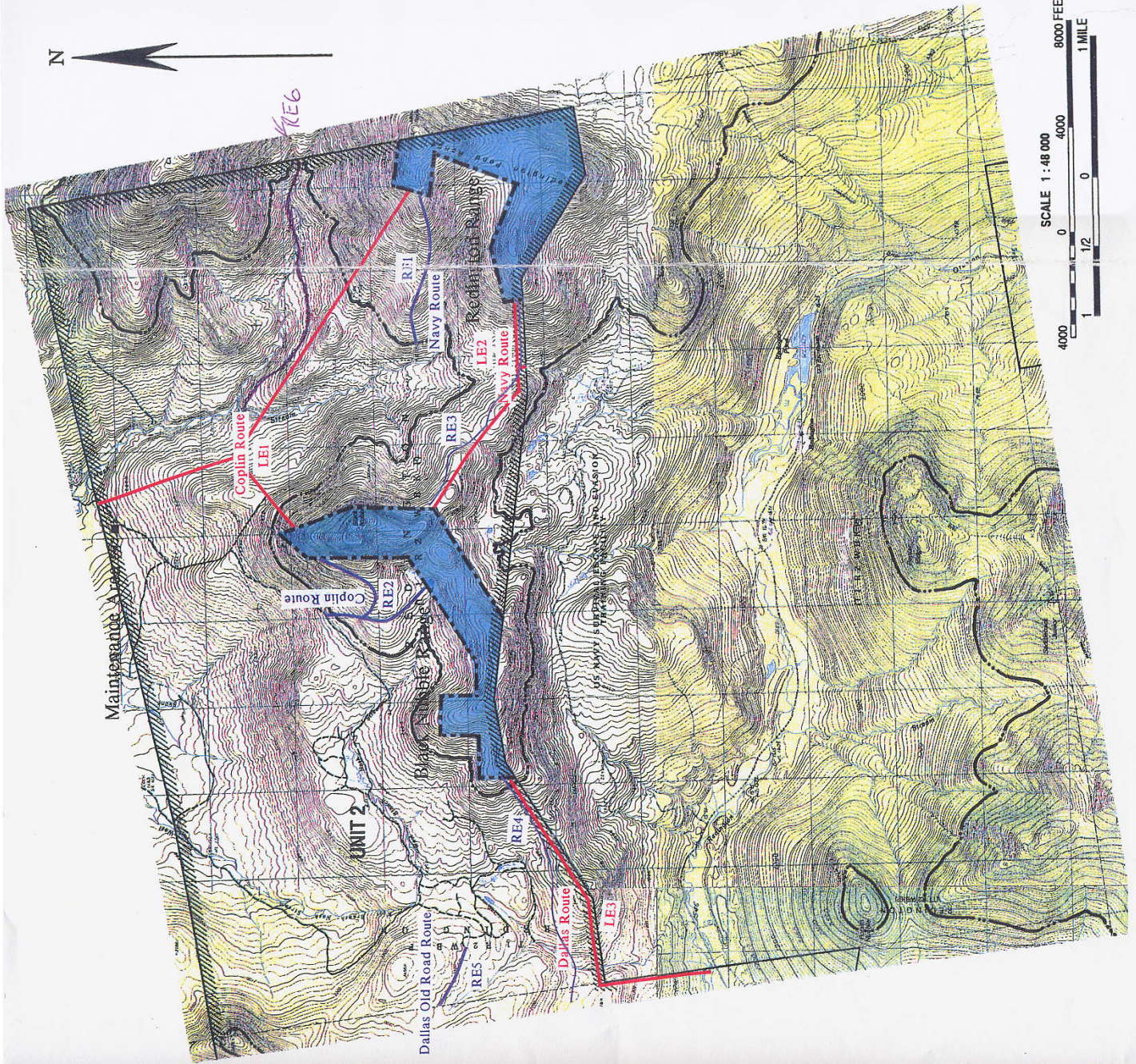
G-P Property Boundary

2700' Contour

Option Area

Powerline Easement

New Road Easement





DALLAS PLT.
FRANKLIN COUNTY, MAINE

Exhibit A-2 Endless Energy Corridor Option

LEGEND

- Leased Lot
- G-P Property Boundary
- Gravel Pit
- Deer Wintering Area
- Birch Hill Subdivision
- 2700' Contour
- Powerline Easement
- New Road Easement
- Recently Constructed Road

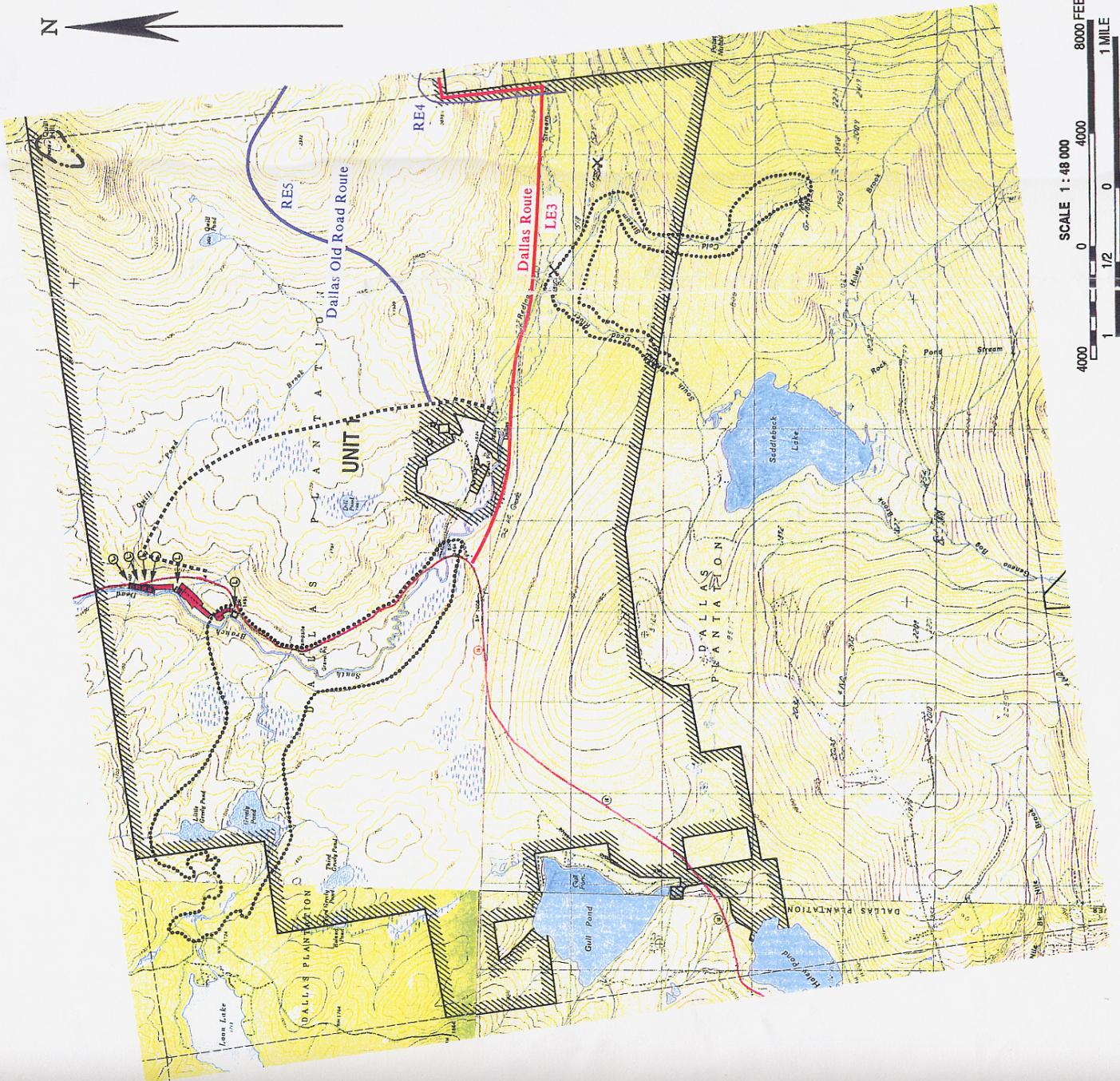
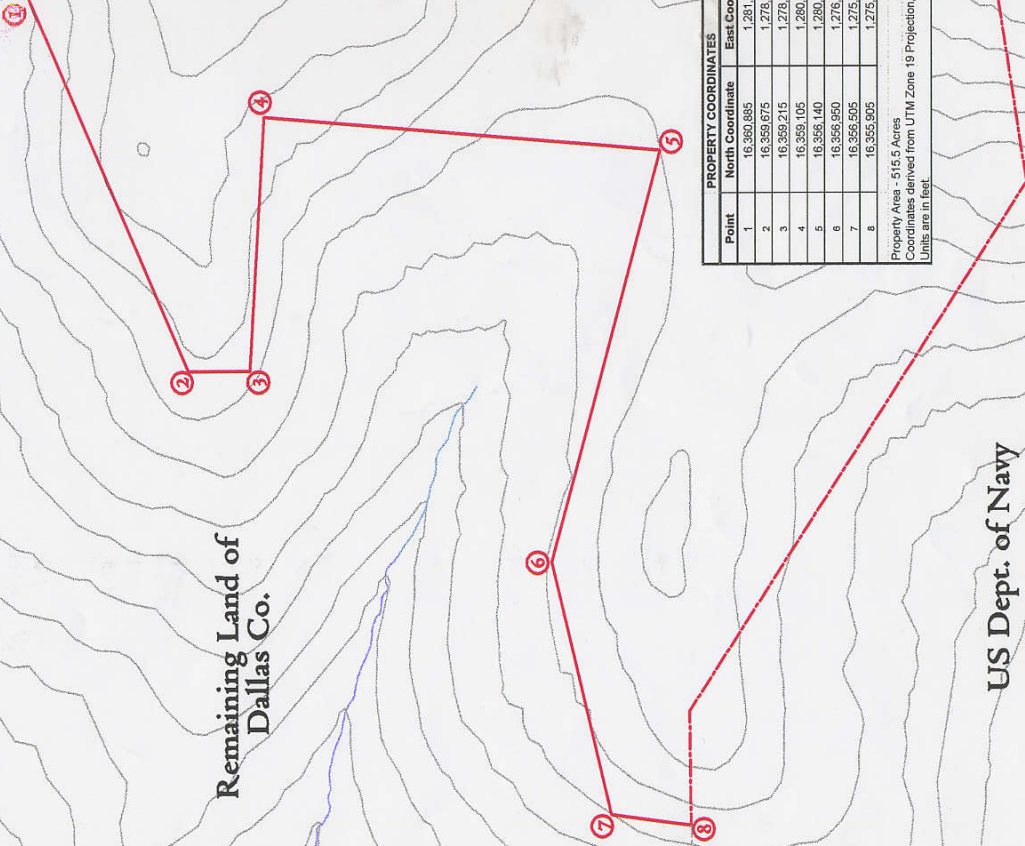


Exhibit A-3
Redington Pond Range
 Kibby / Dallas Agreement
 December 8, 1997
 Prepared by Geo-Systems

S. D. Warren Co.

Remaining Land of
Dallas Co.

US Dept. of Navy



Point	North Coordinate	East Coordinate
1	16,350,885	1,281,190
2	16,359,675	1,274,405
3	16,359,215	1,275,495
4	16,359,105	1,280,285
5	16,358,140	1,280,030
6	16,356,950	1,276,975
7	16,356,505	1,275,100
8	16,355,905	1,275,020

Property Area - 516.5 Acres
 Coordinates derived from UTM Zone 19 Projection, NAD27.
 Units are in feet.