

EXHIBIT D



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Fee Amt: \$17.00 Page 1 of 2
Jackson County, NC
Joe Hamilton Register of Deeds
BK 1831 PG 472-473

NORTH CAROLINA
JACKSON COUNTY

THE CERTIFICATE OF:

IS CERTIFIED TO BE CORRECT:

REGISTER OF DEEDS

STATE OF NORTH CAROLINA)
)
COUNTY OF JACKSON)

EASEMENT AND
RIGHT OF WAY AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, That Southern Timber Company, a Georgia Corporation, 3111 Paces Mill Road, Ste. C-300, Atlanta, GA 30339

hereinafter called "Grantor" (whether one or more), in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, does/do hereby grant unto WESTERN CAROLINA UNIVERSITY, a state-supported institution of higher learning located in Jackson County, North Carolina, and its successors and assigns, hereinafter called "Grantee", the perpetual right, privilege and easement to go in and upon that certain land of Grantor (hereinafter "premises") situated in the Wayhutta community or town of Cullowhee Township, Jackson County, North Carolina, and bounded by the lands of Wade Ammons to the SW; Mary Dillard to the E; Oleta Zachary to the S; Wanda & Sterling Dills to the N and being that tract(s) of property recorded in the Jackson County Public Registry Book, 1526 Page 234-241 and over and across said premises within a right-of-way strip (check applicable):

having a width of 15 feet on each side of a centerline determined by the centerline of the electrical facilities as proposed or installed, to construct, maintain and operate with poles, crossarms, wires, guys, anchors, cables, transformers and other apparatus and appliances, overhead lines for the purpose of transporting electricity and for the communications purposes of the Grantee and regulated telephone utilities. The following rights are also granted to Grantee: to enter said premises to inspect said lines, to perform maintenance and repairs, and to make alterations and additions thereto, to remove from the right-of-way strip, now or at any time in the future, trees, structures or other obstructions that may endanger the proper maintenance and operation of said lines and trees of any species that Grantee determines will grow at maturity to a height that will endanger the proper maintenance and operation of said lines; to trim or remove and to keep trimmed or remove dead, diseased, weak or leaning trees or limbs outside of the right-of-way strip which, in the opinion of the Grantee, might interfere with or fall upon the electric or communications facilities within the right-of-way strip; and to install guy wires and anchors extending beyond the limits of the right-of-way strip.

having a width of 5 feet on each side of a centerline determined by the centerline of the electrical facilities as proposed or installed, to construct, maintain and operate underground lines and conduits with other apparatus and appliances, either above ground or below ground, to include transformers and service connections, for the

utilities. The following rights are also granted to Grantee: to enter said premises to inspect said lines, to perform maintenance and repairs, and to make alterations and additions thereto, and to clear the land within the right-of-way strip and to keep it clear of trees, structures or other obstructions; and to clear that land outside the right-of way strip within ten feet of the service door of any transformer or cabinet located within the right-of-way strip and to keep the area within ten feet of said door clear of trees, structures or other obstructions.

Grantee may relocate its facilities and right-of-way strip over the premises to conform to any future highway or street relocation, widening or improvement.

IN WITNESS WHEREOF, this instrument is executed on this 23rd day of June 2009
GRANTOR

Southern Timber Company
By: David W. Aldridge Pres.

STATE OF GA
COUNTY OF Dekalb

I, Kathleen N. Cook, a Notary Public for above County and State, do hereby certify that David W. Aldridge (Grantors) personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this 23rd day of June, 2009.

My Commission Expires: _____

Kathleen N. Cook
Notary Public

Official Seal
Kathleen N Cook
Notary Public, Dekalb County, Georgia
My Commission Expires September 24, 2012.

