



Before the
Pennsylvania Public Utility Commission

**Application To Exercise The
Power Of Eminent Domain To Acquire A
Right-of-Way And Easement Over
A Certain Portion Of Lands Of**

Clifton Acres, Inc.

TESTIMONY AND EXHIBITS

Application Docket No. _____

Submitted by: PPL Electric Utilities Corp.

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application Of PPL Electric Utilities :
Corporation Under 15 Pa.C.S. §1511(c) For A :
Finding And Determination That The Service :
To Be Furnished By The Applicant Through : Docket No. A-2012-_____
Its Proposed Exercise Of The Power Of :
Eminent Domain To Acquire A Certain :
Portion Of The Lands Of Clifton Acres, Inc. :
In Clifton Township, Lackawanna County, :
Pennsylvania For Siting And Construction Of :
Transmission Lines Associated With The :
Proposed Northeast-Reliability Project Is :
Necessary Or Proper For The Service, :
Accommodation, Convenience Or Safety Of :
The Public :

PPL ELECTRIC UTILITIES CORPORATION

STATEMENT NO. CLIFTON-1

TESTIMONY OF COLLEEN KESTER

1 Q. Please state your name and business address.

2 A. My name is Colleen Kester. My business address is 2 North Ninth Street, Allentown, PA
3 18101

4
5 Q. By whom are you employed and in what capacity?

6 A. I am employed by PPL Electric Utilities Corporation (“PPL Electric”) as Manager Land /
7 Land Rights Acquisition. In that position, I am responsible for managing all
8 Transmission Right of Way Assets for PPL Electric. I currently have a staff of 16 full
9 time and contract employees to support the right-of-way needs of PPL Electric.

10

11 Q. What is your educational background?

12 A. In 2011 I received a Masters in Business Administration from Kutztown University and
13 in 1996, I received a Bachelor of Science in Real Estate from Penn State University.

14

15 Q. Are you a member of any professional organizations?

16 A. Yes. I am currently a member of the International Right of Way Association (“IRWA”)
17 where I hold the SR/WA and RW-NAC Designations. The SR/WA designation stands
18 for Senior Member, International Right of Way Association. It is the highest professional
19 designation granted by the IRWA to members who have achieved professional status
20 through experience, education and examination. The SR/WA designation requires
21 training and examination in several major right of way disciplines. The SR/WA
22 designation indicates that the member has more than five years of right of way experience

1 plus formal training in a wide variety of right of way areas and that the individual has
2 successfully completed the required examination.

3
4 The R/W-NAC designation means that I have completed the International Right of Way
5 Association Right of Way Negotiation & Acquisition Certification Program. The
6 Certification indicates that the individual is a IRWA member in good standing involved
7 in one of six right of way professional disciplines who has a minimum of two years of
8 relevant right of way professional experience within the last 5 years and has met the
9 coursework and examination requirements. The coursework requirements consists of
10 both core courses and elective courses. The certification requires satisfactory completion
11 of the certification test administered by the IRWA.

12
13 Q. Please describe your background and employment history.

14 A. I have been employed by the PPL Electric Utilities in my current position for 13 months.

- 15 • From 2008 until I began my employment with PPL Electric, I was employed by
16 Buckeye Partners, L.P., in Breinigsville, Pennsylvania, first as Manager, Right of
17 Way, Permits and One Call and then in 2011 as Senior Manager, Right of Way,
18 Permits and One Call. In this position, I managed a staff of 13 responsible for system
19 wide right of way activities, vegetation maintenance, aerial patrol,
20 engineering/encroachment review and the One Call Department for 25 states, Puerto
21 Rico and the Bahamas. The system included 10,000 miles of pipeline, more than 100
22 refined petroleum products terminals and a natural gas storage facility. In addition,
23 we performed acquisition due diligence examinations for 1,000 miles of pipelines and

1 three terminals from ConocoPhillips in 2009, a petroleum products terminal in Puerto
2 Rico from Shell, 650 miles of pipeline and 33 terminals from BP North America in
3 2011 and approximately 200 miles of pipelines and two terminals from ExxonMobile
4 in 2011.

- 5 • From 2005 through part of 2008, I was employed by Buckeye Partners, L.P., as a
6 right-of-way agent. There, I managed corporate right of way responsibilities
7 including right of way acquisitions, leasing, permitting, acquisitions and dispositions
8 of contaminated residential properties in a five state area.
- 9 • From 2000 to 2005, I was a right of way specialist for Sunoco Logistics, L.P. in
10 Philadelphia and Sinking Springs, Pennsylvania. There, among other things, I
11 negotiated valve sites, easements, license, leases and secured permits for various
12 projects.
- 13 • From 1999 to 2000, I was a real estate appraiser for the Chester County Assessment
14 Office in West Chester, Pennsylvania.
- 15 • From 1998 to 1999, I worked as a fixed annuities specialist and senior customer
16 account representative for Firstrust Bank in Exton Pennsylvania.
- 17 • From 1992 to 1998, I worked as an assistant appraiser and property manager for
18 Commonwealth Appraisal Service in Scranton, Pennsylvania.

19
20 Q. What are your responsibilities in connection with the Northeast-Pocono Reliability
21 Project?

22 A. It is my department's responsibility to identify all property owners along the Preferred
23 Routes for the Northeast-Pocono Reliability Project. We review and determine adequacy

1 of easement rights in areas we plan to use existing rights-of-way, and identify any area
2 where we will require new or enhanced rights for the Preferred Routes. For the area
3 where we may need new or enhanced rights-of-way, we attempt to negotiate with these
4 property owners for the appropriate land rights needed. We also deliver to all property
5 owners affected by the Preferred Route, literature including but not limited to an EMF
6 brochure, compatible right-of-way uses, existing right-of-way documentation, pictures of
7 typical transmission line structures, and other information to help them fully understand
8 the project. The Right-of-Way Agent will meet with property owners as necessary to
9 answer questions, address concerns, and/or to resolve issues. The Right-of-Way Agent
10 provides the property owner with information on how he/she can be contacted at any
11 time, to answer questions or to address issues or concerns, should any arise. The Right-
12 of-Way Agent is a direct link for the property owner to communicate with PPL Electric.

13
14 Q. What are the subjects of your testimony?

15 A. I will describe the property of Clifton Acres, Inc. in Clifton Township, Lackawanna
16 County, Pennsylvania, and describe PPL Electric's proposed right-of-way easement over
17 said property.

18
19 Q. Please summarize the Northeast-Pocono Reliability Project.

20 A. The proposed Northeast-Pocono Reliability Project is contained in the "Application of
21 PPL Electric Utilities Corporation filed Pursuant to 52 Pa. Code Chapter 57, Subchapter
22 G, for Approval of the Siting and Construction of Transmission Lines Associated with
23 the Proposed West Pocono 230-69 kV Substation in Buck Township, Luzerne County

1 and the Proposed North Pocono 230-69 kV Substation in Covington Township,
2 Lackawanna County” (“Siting Application”), which PPL Electric is filing
3 contemporaneously with the Condemnation Application that is the subject of my
4 testimony. With the Siting Application, PPL Electric filed Attachments 1-16 and PPL
5 Electric Statement Nos. 1-6, which provide additional detailed information regarding the
6 Northeast-Pocono Reliability Project.

7
8 As explained in Attachment 2 to the Siting Application and PPL Electric Statement No.
9 2, the direct Testimony of Ms. Krizenoskas, to resolve reliability and planning violations
10 and to ensure reliable long-term service to customers in the Northeast Pocono region,
11 PPL Electric proposes to site and construct transmission line connections associated with
12 two new 230-69 kV transmission substations, the West Pocono 230-69 kV Substation and
13 North Pocono 230-69 kV Substation. The new Substations will be connected to the
14 existing 230 kV transmission systems by building an approximately 58-mile new 230 kV
15 transmission line. The new Substations will be connected to the existing 138/69 kV
16 transmission system by building approximately 11.3 miles of new 138/69 kV
17 transmission lines. PPL Electric’s line siting process and the selection of the routes for
18 the transmission lines associated with the Northeast-Pocono Reliability Project are
19 explained in Attachment 4 to the Siting Application and PPL Electric Statement No. 4,
20 the direct testimony of Mr. Baker.

21
22 Q. Does a portion of the proposed routes for the Northeast-Pocono Reliability Project cross
23 the property of Clifton Acres, Inc., which is the subject of this proceeding?

1 A. Yes. The route does cross the property of Clifton Acres, Inc., as described more fully
2 below. PPL Electric has attempted to purchase a right-of-way and easement over this
3 tract of land for the Northeast-Pocono Reliability Project, but, to date, has been unable to
4 reach any agreement with the property owners.

5
6 Q. Have you and/or the Right-of-Way Agents working directly under your supervision been
7 to the property of Clifton Acres, Inc. that is the subject of this proceeding?

8 A. Yes, a Right-of-Way Agent working directly under my supervision has visited the
9 property.

10

11 Q. Please describe the property.

12 A. This agriculturally zoned property is approximately 391 acres, with some wetland areas.
13 There are no structures or dwellings.

14

15 Q. Does PPL Electric's proposed right-of-way and easement over the property of Clifton
16 Acres, Inc. contain any burial grounds or places of worship?

17 A. No, it does not.

18

19 Q. Please explain PPL Electric Exhibit No. CK-Clifton-1.

20 A. PPL Electric Exhibit No. CK-Clifton-1 is a copy of the Map of PPL Electric's Bulk
21 Power Transmission System, which shows the proposed Northeast-Pocono Reliability
22 Project.

23

1 Q. Please explain PPL Electric Exhibit No. CK-Clifton-2.

2 A. PPL Electric Exhibit No. CK-Clifton-2 is a copy of the metes-and-bounds description of
3 the property of Clifton Acres, Inc.

4

5 Q. Please explain PPL Electric Exhibit No. CK-Clifton-3.

6 A. PPL Electric Exhibit No. CK-Clifton-3 is a copy of the metes-and-bounds description of
7 the portion of the property of Clifton Acres, Inc. over which PPL Electric seeks a right-
8 of-way and easement.

9

10 Q. Please explain PPL Electric Exhibit No. CK-Clifton-4.

11 A. PPL Electric Exhibit No. CK-Clifton-4 is a copy of the Plan showing the property of
12 Clifton Acres, Inc. and the portion of the property over which PPL Electric proposes to
13 acquire a right-of-way and easement.

14

15 Q. Please explain PPL Electric Exhibit No. CK-Clifton-5

16 A. PPL Electric Exhibit No. CK-Clifton-5 is a copy of the resolutions of the Board of
17 Directors of PPL Electric authorizing the acquisition of a right-of-way and easement over
18 the portion of the land of Clifton Acres, Inc. described in PPL Electric Exhibit No. CK-
19 Clifton -3. Those resolutions remain in effect.

20

21 Q. In your opinion, is the service to be furnished through the condemnation of this property
22 necessary?

1 A. Yes. The service to be provided by PPL Electric through the proposed transmission lines
2 and related facilities is necessary or proper for the service, accommodation, convenience
3 or safety of the public for the reasons set forth in my testimony, in this Condemnation
4 Application, and in the Siting Application and supporting Attachments and testimony.

5

6 Q. Does this conclude your testimony at this time?

7 A. Yes, it does.

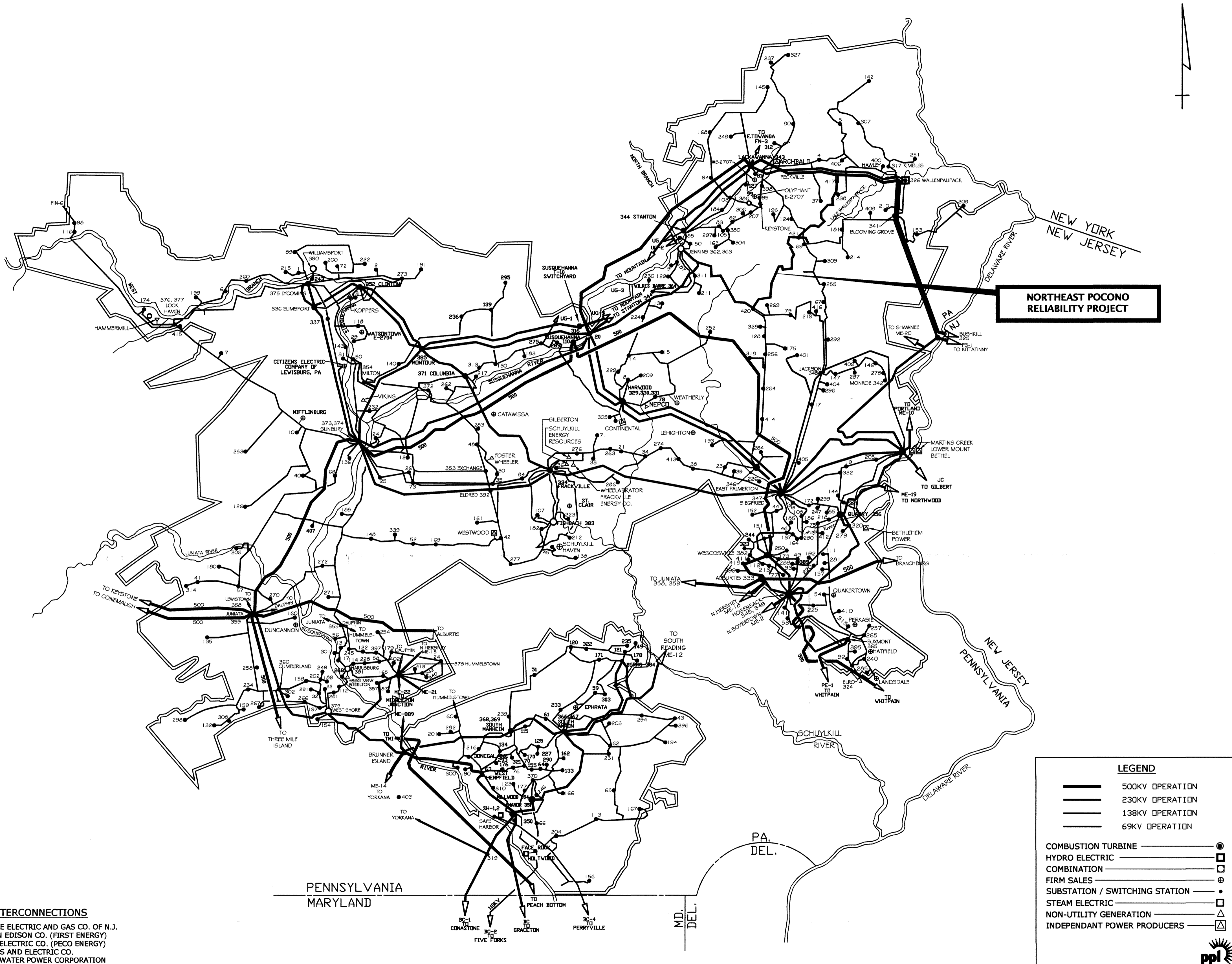
8

CK – Clifton Acres, Inc. – 1

SUBSTATION LISTING

- | | | | |
|------------------------|-------------------------|-------------------------------|----------------------------|
| 1. WEST WILLIAMSPORT | 136. SELINGSROVE | 271. HALIFAX | 405. BLUE MOUNTAIN |
| 2. FAIRFIELD | 137. SUNNER | 272. MILLERSBURG | 406. DAPPERS 69/12KV |
| 3. MONTGOMERY | 138. AUBURN | 273. MUNCY | 407. MEISERSVILLE |
| 4. VARDEN | 139. ROHRSBURG | 274. HAUTO | 408. LEDGEDALE |
| 5. HONESDALE | 140. DERRY | 275. BERWICK | 409. EAST TANNERSVILLE |
| 6. JERSEY SHORE | 141. EAST GREENVILLE | 276. SHENANDOAH | 410. TRUMBIAUVILLE |
| 7. LOGANTON | 142. WEST DAMASCUS | 277. PINE GROVE | 411. WEST TREXLETTOWN |
| 8. VALMONT | 143. NEW COLUMBIA | 278. STROUDSBURG | 412. FOUNTAIN HILL |
| 9. RIVER | 144. FARMERSVILLE | 279. FREEMANSBURG | 413. LANSFORD |
| 10. LIMESTONE | 145. GREENVILLE | 280. ALLENTOWN | 414. BELTZVILLE |
| 11. * | 146. NORTH STROUDSBURG | 281. BINGEN | 415. LOCK HAVEN SWITCHYARD |
| 12. REED | 147. TANNERSVILLE | 282. RHEIMS | 416. LONG POND |
| 13. WRIGHT | 148. ELIZABETHVILLE | 283. CLEVELAND | 417. PAUPACK |
| 14. ST. JOHNS | 149. WYOMISSING | 284. LITTLE GAP | 418. BREININGSVILLE |
| 15. FREELAND | 150. EXETER | 285. ORVILLE | 419. WEST HERSHEY |
| 16. * | 151. CRACKERSPORT | 286. TUSCARORA | 420. ACAHELA |
| 17. GILBERT | 152. SCHNECKSVILLE | 287. BARTONSVILLE | 421. POCONO |
| 18. * | 153. HEMLOCK | 288. ALTON PARK | |
| 19. CHERRY HILL | 154. MT. ALLEN | 289. SALEM | |
| 20. SUSQUEHANNA 230KV | 155. PRINCE | 290. NORTH BRIDGEPORT | |
| 21. TAMANEND | 156. WAKEFIELD | 291. HAMPDEN | |
| 22. SPORTING HILL | 157. COOPERSBURG | 292. CAMELSBACK | |
| 23. PALMERTON | 158. WERTZVILLE | 293. SILVER SPRING | |
| 24. HAMILTON | 159. WEST CARLISLE | 294. BRECKNOCK | |
| 25. HUNTER | 160. BENVENUE | 295. BENTON | |
| 26. FAIRVIEW | 161. HEGINS | 296. MCMICHAELS | |
| 27. * | 162. LEOLA | 297. HUGHSTOWN | |
| 28. * | 163. YATESVILLE | 298. NEWVILLE | |
| 29. MONTOUR PUMP | 164. CENTRAL ALLENTOWN | 299. POINTE NORTH | |
| 30. MT. CARMEL | 165. OBERLIN | 300. MARIETTA | |
| 31. KELLY | 166. STRASBURG | 301. CENTER CITY | |
| 32. SPORTING HILL | 167. ATGLEN | 302. NEW KINGSTOWN | |
| 33. MAHANOY CITY | 168. BROOKSIDE | 303. REAMTOWN | |
| 34. GREENWOOD | 169. WILLIAMSTOWN | 304. DUPONT | |
| 35. MOWERY | 170. EAST PETERSBURG | 305. HUMBOLT | |
| 36. ALTAMOUNT | 171. WERNERSVILLE | 306. CEDAR AVE. | |
| 37. HAMLIN | 172. NORTH BETHLEHEM | 307. INDIAN ORCHARD | |
| 38. ASHFIELD | 173. WEST ALLENTOWN | 308. NOTTINGHAM | |
| 39. SOUTH SLATINGTON | 174. FLEMINGTON | 309. NORTH COOLBAUGH | |
| 40. SOUTH MIDDLEBURG | 175. MECKESVILLE | 310. LETORT | |
| 41. WALKER | 176. DONERVILLE | 311. EAST MOUNTAIN | |
| 42. FRALLEY | 177. MILLERSVILLE | 312. JERMYN | |
| 43. MORGANTOWN | 178. SHILLINGTON | 313. BLOOMSBURG | |
| 44. EGYPT | 179. DUKE | 314. MIFFLINTOWN | |
| 45. CRESSONA | 180. MCALLISTERVILLE | 315. RIDGE ROAD | |
| 46. SOUTH WHITEHALL | 181. NEWFOUNDLAND | 316. SUSQUEHANNA | |
| 47. * | 182. MARLIN | 317. KIMBLES | |
| 48. BEAR GAP | 183. WEST BERWICK | 318. CHRISTMANS | |
| 49. SALISBURY | 184. KEYSER AVENUE | 319. OTTER CREEK | |
| 50. SOUTH MILTON | 185. MICKLEYS | 320. STEEL CITY | |
| 51. HEIDELBERG | 186. EAST ALLENTOWN | 321. MCGOVERNSVILLE | |
| 52. LYKENS | 187. PINE RIDGE | 322. ROBESONIA | |
| 53. UPPER HANOVER | 188. DALMATIA | 323. SOUTH FOGELSVILLE | |
| 54. RICHLAND | 189. PENNSBORO | 324. ELROY | |
| 55. MACADA | 190. NORTH COLUMBIA | 325. BUSHKILL | |
| 56. ROCKVILLE | 191. HUGHSVILLE | 326. WILKEMPAUPACK | |
| 57. THOMPSONTOWN | 192. SOUTH ALLENTOWN | 327. ELK MOUNTAIN | |
| 58. PAXTON | 193. WEISSPORT | 328. JACK FROST | |
| 59. COCALICO | 194. HONEYBROOK | 329. HARWOOD 230/69KV | |
| 60. EAST ELIZABETHTOWN | 195. MOSCOW | 330. HARWOOD CTG | |
| 61. WARWICK | 196. * | 331. HARWOOD 69/12KV | |
| 62. EARL | 197. ROSSMOYNE | 332. NAZARETH | |
| 63. HEMPFIELD | 198. NORTHAMPTON | 333. ALBURTIS | |
| 64. EAST LANCASTER | 199. WOOLRICH | 334. FRACKVILLE | |
| 65. KINZER | 200. FAXON | 335. * | |
| 66. MT. NEBO | 201. ELIZABETHTOWN | 336. ELIMSPORT | |
| 67. MT. POCONO | 202. ENOLA | 337. ALLENWOOD | |
| 68. PENNS | 203. TERRE HILL | 338. * | |
| 69. GOULDSBORO | 204. BUCK | 339. GRATZ | |
| 70. DILLERVILLE | 205. MT. BETHEL | 340. HOCKERSVILLE | |
| 71. GIRARD MANOR | 206. RICHFIELD | 341. BLOOMING GROVE | |
| 72. SCRANTON | 207. SCRANTON | 342. MONROE | |
| 73. GOWEN CITY | 208. TWIN LAKES | 343. LACKAWANNA # | |
| 74. * | 209. HARLEIGH | 344. STANTON | |
| 75. ELLIOT HEIGHTS | 210. TAFTON | 345. JACKSON | |
| 76. ROHRERSTOWN | 211. BEAR CREEK | 346. EAST PALMERTON | |
| 77. MACUNGIE | 212. ORWIGSBURG | 347. SIEGFRIED | |
| 78. EAST HAZLETON | 213. EAST TEXAS | 348. HOSENSACK 230/69KV | |
| 79. WAGNERS | 214. CANDENSIS | 349. HOSENSACK 500KV | |
| 80. EAST CARBONDALE | 215. LINDEN | 350. CONESTOGA | |
| 81. EYON | 216. MT. JOY | 351. MANOR | |
| 82. MINOOKA | 217. WEST BLOOMSBURG | 352. CLINTON | |
| 83. OLD FORGE | 218. MINSI TRAIL | 353. EXCHANGE | |
| 84. FOUNTAIN SPRINGS | 219. LAKE NAOMI | 354. MILTON | |
| 85. SULLIVAN TRAIL | 220. LANARK | 355. DAUPHIN | |
| 86. * | 221. * | 356. QUARRY SUB. | |
| 87. SWATARA | 222. MONTGOMERYVILLE | 357. STEELTON | |
| 88. * | 223. PORT CARBON | 358. JUNIATA 500/230KV | |
| 89. HEPBURN | 224. BLYTHEBURN | 359. JUNIATA 230/69KV | |
| 90. * | 225. MILFORD | 360. CUMBERLAND | |
| 91. * | 226. TREICHLERS | 361. DONEGAL | |
| 92. FRANCONIA | 227. ROSEVILLE | 362. JENKINS 230/69KV | |
| 93. EMMANUS | 228. RUTHERFORD | 363. JENKINS CTG | |
| 94. MORGAN | 229. HARTLAND | 364. WILKES-BARRE | |
| 95. THROOP | 230. PARRISH | 365. BUXMONT | |
| 96. * | 231. WEST NEW HOLLAND | 366. SOUTH AKRON 230/138/69KV | |
| 97. * | 232. POINT | 367. SOUTH AKRON 69/12KV | |
| 98. CHAPMAN | 233. LINCOLN | 368. SOUTH MANHEIM 69/12KV | |
| 99. SUBURBAN | 234. MIDDLETON | 369. SOUTH MANHEIM 230/69KV | |
| 100. * | 235. STATE HILL | 370. ENGLESLIDE | |
| 101. * | 236. MILLVILLE | 371. COLUMBIA | |
| 102. * | 237. TINKER | 372. DANVILLE | |
| 103. PROVIDENCE | 238. LAKEVILLE | 373. SUNBURY | |
| 104. * | 239. NORTH MANHEIM | 374. HUMMELS WHARF | |
| 105. AVOCA | 240. HATFIELD | 375. LYCOMING | |
| 106. * | 241. HERSHEY | 376. LOCK HAVEN CTG | |
| 107. CASS | 242. SOUTH HERSHEY | 377. LOCK HAVEN 69/12KV | |
| 108. CATASQUA | 243. SOUTH WILLIAMSPORT | 378. HUMMELSTOWN | |
| 109. * | 244. FOGELSVILLE | 379. WEST SHORE | |
| 110. SUSQUEHANNA 500KV | 245. WINDSOR | 380. MONTAGE | |
| 111. SEIDERSVILLE | 246. WEST WILLOW | 381. SOUTH FARMERSVILLE | |
| 112. ROSEMONT | 247. WESTGATE | 382. WESCOVILLE | |
| 113. QUARRYVILLE | 248. EDELA | 383. FISHBACH | |
| 114. LAWNTON | 249. SUMMERDALE | 384. BERKS | |
| 115. LITITZ | 250. DORNEYVILLE | 385. MONTOUR | |
| 116. RENOVIO | 251. BOHEMIA | 386. SUBURBAN YARD | |
| 117. WALNUT | 252. WHITE HAVEN | 387. * | |
| 118. WATSON | 253. LAURELTON | 388. * | |
| 119. TREXLETTOWN | 254. LINGLESTOWN | 389. MACK | |
| 120. LAVINO | 255. POCONO FARMS | 390. WILLIAMSPORT | |
| 121. SPRING | 256. HICKORY RUN | 391. HARRISBURG | |
| 122. COLONIAL PARK | 257. BLOOMING GLEN | 392. ELDRD | |
| 123. WEST LANCASTER | 258. SHERMANDALE | 393. * | |
| 124. MADISONVILLE | 259. * | 394. MILLWOOD | |
| 125. NEFFSVILLE | 260. LARRYS CREEK | 395. TELFORD | |
| 126. BEAVERTOWN | 261. SPANGLER MILLS | 396. TWIN VALLEY | |
| 127. BELMONT | 262. EAST DANVILLE | 397. DEVONSHIRE | |
| 128. LAKE HARMONY | 263. DELANO | 398. JESSUP | |
| 129. GEORGETOWN | 264. CARBON | 399. SCHOENECK | |
| 130. SCOTT | 265. SELLERSVILLE | 400. HAWLEY | |
| 131. NORTH HARRISBURG | 266. MECHANICSBURG | 401. EFFORT MOUNTAIN | |
| 132. MOUNT ROCK | 267. CARLISLE | 402. COPPERSTONE | |
| 133. GREENLAND | 268. CEDAR | 403. RED FRONT | |
| 134. LANDISVILLE | 269. ARROWHEAD | 404. APPENZELL | |
| 135. GREEN PARK | 270. NEWPORT | | |

* - SUBSTATIONS THAT HAVE BEEN RETIRED.
 ## - SITE OF THE EXISTING 230KV SUBSTATION AND PROPOSED 500KV SUBSTATION.



NORTHEAST POCONO RELIABILITY PROJECT

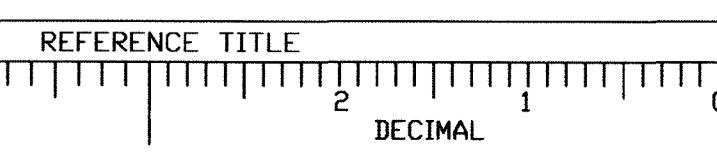
- LEGEND**
- 500KV OPERATION
 - 230KV OPERATION
 - 138KV OPERATION
 - 69KV OPERATION
 - COMBUSTION TURBINE
 - HYDRO ELECTRIC
 - COMBINATION
 - FIRM SALES
 - SUBSTATION / SWITCHING STATION
 - STEAM ELECTRIC
 - NON-UTILITY GENERATION
 - INDEPENDANT POWER PRODUCERS

INTERCONNECTIONS

PS PUBLIC SERVICE ELECTRIC AND GAS CO. OF N.J.
 ME METROPOLITAN EDISON CO. (FIRST ENERGY)
 PE PHILADELPHIA ELECTRIC CO. (PECO ENERGY)
 BC BALTIMORE GAS AND ELECTRIC CO.
 SH SAFE HARBOR WATER POWER CORPORATION
 UP THE UNITED GAS IMPROVEMENT CO. - LUZERNE ELECTRIC DIVISION
 PN PENNSYLVANIA ELECTRIC CO. (FIRST ENERGY)
 JC JERSEY CENTRAL POWER AND LIGHT CO. (FIRST ENERGY)

ACCT- 805201	PPL ELECTRIC UTILITIES	
SCALE- NO SCALE	ELECTRICAL SYSTEM MAP	
BY- CDW	Northeast Pocono Reliability Project	
REVIEWED	Acahela & Pocono Substations	
Confidential	APPROVED G. HAKUN III	DATE 17 July, 1985
AC	PPL DRAWING NO.	SHEET NO.
	D191830	1
		117

PPL EUI FORM 4877 07/80



NUMBER	DATE	ACCT.	REFERENCE TITLE	BY	REVIEWED	APPROVED	PLAN & PROFILE NO.	TRANSMISSION MAP NO.	REV.
114	7/9/12	161707	DEPICT LOCATION SOUTH AKRON #1 & #2 138KV						
117	2/7/12	10016301	ADDED Northeast Pocono Reliability Project and Acahela & Pocono Substations						
116	02/21	10013788	DEPICT LOCATION OF ST. JOHNS - FREELAND 138/69 KV LINE PROJECT LOCATION						
115	10/5/12	10019015	DEPICT LOCATION OF STEEL CITY - QUARRY #1 & #2 230KV LINE RELOCATION						

CK – Clifton Acres, Inc. – 2

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BETWEEN

JOHN PATRICK and MILDRED PATRICK, Executors of the Estate of George Patrick, Deceased,

AND

CLIFTON ACRES, INC.

D E B D

FILED FOR RECORD
JAN 7 2 40 PM '30
STAMPS
13 20
15 20

JOHN A. MORANO, ESQUIRE
Suite 900
Penn Security Bank Building
Scranton, PA 18503

Book 995 Page 479

Recorded in the office for Recorder of Deeds
in and for Lackawanna County, Pennsylvania
in Book 995 Pages 479-486 Inol.
Witness my hand and seal of this office the
7th day Jan. A.D. 1930

James H. Keegan
Recorder of Deeds

D E E D

THIS INDENTURE, made the 22 day of January,
Nineteen hundred and eighty (1980).

BETWEEN JOHN PATRICK and MILDRED PATRICK, Executors of the
Estate of George Patrick, Deceased, lately of the Borough of Dupont,
County of Luzerne and State of Pennsylvania,

GRANTORS

AND

CLIFTON ACRES, INC., a corporation organized and
existing under the laws of the Commonwealth of Pennsylvania,

GRANTEE

WITNESSETH, That the said Grantors for and in consideration
of the sum of ONE HUNDRED SIXTY THOUSAND (\$160,000.00)-----

-----DOLLARS

lawful money of the United States of America, unto it well and truly
paid by the said Grantee at and before the sealing and delivery of
these presents, the receipt whereof is hereby acknowledged, have
granted, bargained, sold, aliened, enfeoffed, released, conveyed and
confirmed, and by these presents does grant, bargain, sell, alien,
enfeoff, release, convey and confirm unto the said Grantee its
Successors and Assigns.

ALL THOSE CERTAIN lots, pieces or parcels of land situate partly in
the Township of Clifton and partly in the Township of Covington,
County of Lackawanna and State of Pennsylvania, bounded and described
as follows:

THE FIRST THEREOF:

BEGINNING at a point in the center of State Highway L. R. 35045
where said centerline is intersected by the easterly right-of-way line
of Interstate Route 380 (L.R. 1002- Section 8); the said easterly
right-of-way of Interstate 380 being located 150.00 feet from the
baseline of the northbound lane, measured at right angles there to;
thence from said point of beginning parallel to and distant 150 feet
easterly from the said baseline on a curve to the right an arc distance
of 1262.59 feet; the said curve having a radius of 15,128.89 feet and a
chord bearing and distance of North 8057.02" West 1262.18 feet; thence
along the line of lands conveyed by the Estate of George Patrick to

the Commonwealth of Pennsylvania, for use as a rest area, by deed dated August 26, 1968, the following four courses and distances:

1. North $44^{\circ} 27' 52''$ East 501.05' to a corner;
2. North $2^{\circ} 52' 57''$ West 950.00' to a corner;
3. North $62^{\circ} 43' 17''$ West 340.69' to a corner;
4. North $16^{\circ} 55' 17''$ West 388.10' to a corner, also a point in the easterly right-of-way of said L. R. 1002-Section 8;

Thence along the said right-of-way line, parallel to and distant at right angles 150.00 feet from the said baseline of the northbound lane North $1^{\circ} 59' 24''$ West, a distance of 1278.60 feet to a concrete monument for a corner; thence leaving the said right-of-way line and along line of lands now or formerly of Harry F. Stansbury, also being the line dividing Lots 63 and 54 of the Drinker Lots, North $80^{\circ} 24' 29''$ East 1770.81 feet to an original pipe and stones corner of Lots 63, 54, and 62 of the said Drinker Lots; thence along the line dividing Lots 54 and 62 of said Drinker Lots, South $49^{\circ} 35' 31''$ East 1014.14 feet to an original pipe and stones corner; thence thru Lot 62 along a parcel of land called "D. J. Palumbo's Plot" shown on a map by the Dunning Engineering Co. dated February 12, 1931, North $40^{\circ} 30' 38''$ East 589.87 feet to a concrete monument in the westerly right-of-way of L. R. 168; thence along the westerly right-of-way line of L. R. 168 the following three courses and distances:

1. South $17^{\circ} 08' 45''$ East 139.32 feet to a corner;
2. Along a curve to the right an arc distance of 206.62 feet, said curve having a radius of 1607.02 feet and a chord bearing and distance of South $13^{\circ} 27' 42''$ East 206.48 feet;
3. South $9^{\circ} 46' 45''$ East 213.76 feet to an iron pin in the line between Lot 62 and 55 of the said Drinker Lots.

Thence along the line dividing Lots 62 and 55 South $80^{\circ} 24' 29''$ West 117.21 feet to an original iron pin and stones corner of Lots 62, 55, and 54 of said Drinker Lots; thence along the line dividing Lots 54 and 55, and also dividing Lots 55 and 52, South $9^{\circ} 45' 58''$ East 2178.50 feet to a point where the said line dividing Lots 55 and 52 of the Drinker Lots intersects the centerline of L. R. 35045; thence along the center of L. R. 35045, thru Lot 52 of the said Drinker Lots the following eleven courses and distances:

1. South $79^{\circ} 41' 05''$ West 714.08 feet to a point of curvature;
2. Along a curve to the left having a radius of 734.40 feet an arc distance of 484.01 feet--said arc having a chord bearing and distance of South $60^{\circ} 48' 15''$ West 475.30 feet;
3. South $41^{\circ} 55' 25''$ West 607.52 feet to a point of curvature;
4. Along a curve to the right having a radius of 1491.22 feet and an arc distance of 239.01 feet; said arc having a chord bearing and distance of South $46^{\circ} 30' 55''$ West 238.77 feet;
5. South $51^{\circ} 06' 24''$ West 417.62 feet to a point of curvature;

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6. Along a curve to the right having a radius of 354.84 feet, an arc distance of 202.48 feet; the chord of said arc having a bearing and distance of South 67° 27' 14" West 199.74 feet;
7. South 83° 48' 04" West 168.21 feet to a point of curvature;
8. Along a curve to the left having a radius of 436.75 feet an arc distance of 150.29 feet; the chord of said arc having a bearing and distance of South 73° 56' 34" West 149.55 feet;
9. South 64° 05' 04" West 7.18 feet to a point of curvature;
10. Along a curve to the left having a radius of 564.96 feet an arc distance of 183.68 feet; the chord of said arc having a bearing and distance of South 54° 46' 14" West 182.87 feet;
11. South 45° 27' 24" West a distance of 357.22 feet to a point, which is the point of beginning for lands described herein.

CONTAINING an area of 235.967 acres.

The above described premises are the same as those shown on a certain survey map prepared by Thomas A. Dunda, Registered Surveyor, a copy of which is intended to be recorded herewith.

THE SECOND THEREOF:

BEGINNING at a point on the westerly right-of-way line of Legislative Route 1002, (Interstate 380) said point being located northerly four hundred eighty (480) feet more or less from the center of Legislative Route 35045; thence South eighty degrees west (S 80° W) nine hundred forty (940) feet more or less to a point; thence South ten degrees east (S 10° E) twelve hundred fifty-four (1254) feet to a point; thence Northwesterly twenty-eight hundred eighty (2880) feet to a point; thence North ten degrees west (N 10° W) two thousand three hundred seventy-one and eighty-eight one-hundredths (2371.88) feet to a point; thence easterly three thousand two hundred fifty and five-tenths (3250.5) feet to a point; thence Northerly three thousand five hundred forty-three and thirty-eight one-hundredths (3543.38) feet to a point; thence North eighty degrees east (N 80° E) five hundred fifty (550) feet to a point on the westerly right-of-way line of Legislative Route 1002 (Interstate 380); thence southerly along the westerly right-of-way line of Legislative Route 1002, four thousand one hundred sixty (4160) feet, more or less to the place of beginning.

CONTAINING 206.6 acres of land more or less.

The above description was prepared from a plottings of land in Clifton and Covington Townships as prepared by Charles Carey Kanavy, Registered Surveyor; but said plottings/^{not} made from actual field surveys.

Both of the above described premises are part of a larger tract previously owned/George Patrick and Mildred Patrick, his wife, and described in a certain Deed dated February 7, 1949 from Cole B. Price, et al and recorded on February 15, 1979 in Lackawanna County Deed Book 475, page 564. Mildred Patrick, wife of George Patrick died on June 23, 1963 and title to the above parcels of land vested in George Patrick by operation of law as surviving tenant by the entireties.

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George Patrick died testate on July 20, 1967 and by the terms of his Last Will and Testament, on file in the Office of the Register of Wills of Luzerne County to No. 1108 of 1967, he specifically empowered his Executors to sell his real estate, of which the above described premises are a part. Mildred Patrick and John Patrick qualified to act as Executors of the Estate of George Patrick on July 25, 1967. A certified copy of the Will of George Patrick is on file in the Office of the Register of Wills of Lackawanna County in Will Book 145, page 442.

It is the intention of the Grantors herein to convey all of the interest of the Estate of George Patrick in and to the first parcel of land as described in the aforementioned Deed of Cole B. Price, et al dated February 7, 1949 and recorded in Lackawanna County Deed Book 475, page 564, except for the portions thereof heretofore acquired by the Commonwealth of Pennsylvania, Department of Highways for the construction of Interstate Route 381 and a roadside rest related thereto.

This Deed is also in confirmation of a previous conveyance of a portion of the first parcel above, previously conveyed by the Grantors herein to the Grantee herein by Deed dated March 8, 1974 and recorded on January 4, 1976 in Lackawanna County Deed Book 871, page 255, in which a parcel of 100 acres of land more or less was previously conveyed. It is the intention of the Grantors herein to confirm the previous conveyance which was made without the benefit of an accurate survey. The description of the first parcel in this Deed includes said 100 acres as part thereof and as confirmed by the Survey of Thomas A. Dunda, Registered Surveyor, referred to above.

This conveyance is subject to all exceptions, reservations, covenants, and conditions as contained in prior deeds of title relating to the above described premises.

THIS DOCUMENT MAY NOT SELL, CONVEY, TRANSFER, INCLUDE OR IMPLY A TITLE TO THE COAL AND RIGHT OF SUPPORT UNDERNEATH THE SURFACE LAND DESCRIBED OR REFERRED TO HEREIN, AND THE OWNER OR OWNERS HEREOF SHALL HAVE THE COMPLETE LEGAL RIGHT TO REMOVE ALL OF SUCH COAL AND, IN THAT CONNECTION, DAMAGE, BY REMOVAL OF SUCH COAL, OF THE LAND AND ANY HOUSE, BUILDING OR OTHER STRUCTURE ON OR IN SUCH LAND. THE INCLUSION OF THIS NOTICE DOES NOT ENLARGE, RESTRICT OR MODIFY ANY LEGAL RIGHTS OR ESTATES OTHERWISE CREATED, TRANSFERRED EXCEPTED OR RESERVED BY THIS INSTRUMENT.

TOGETHER with all and singular the improvements, ways, streets, alleys passages, waters, water-courses, rights, liberties, privileges, hereditaments and appurtenances whatsoever thereunto belonging, or in any wise appertaining, and the reversions and remainders, rents, issues

Book 995 Page 483

and profits thereof, and all the estate, right, title, interest, property, claim and demand whatsoever of the said Grantors, in law, equity, or otherwise howsoever, of, in, and to the same and every part thereof.

TO HAVE AND TO HOLD the said hereditaments and premises hereby granted, or mentioned and intended so to be, with the appurtenances, unto the said Grantee, its successors and assigns, to and for the only proper use and behoof of the said Grantee, its successors and assigns forever. AND the said Grantors for themselves, their Heirs, Executors and Administrators do by these presents covenant, grant and agree, to and with the said Grantee, its successors and assigns, that they the said Grantors, their Heirs, all and singular the hereditaments and premises herein described and granted, or mentioned and intended so to be, with the appurtenances, unto the said Grantee, its successors and assigns, against the said Grantors and their heirs, and against all and every other Person and Persons whomsoever lawfully claiming or to claim the same, or any part thereof, SHALL AND WILL SPECIALLY WARRANT and forever DEFEND.

IN WITNESS WHEREOF, said Grantors have hereunto set their hands and seals the day and year first above written.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

ESTATE OF GEORGE PATRICK, DECEASED

Joseph F. Ferguson

BY: John Patrick
John Patrick, Executor

BY: Mildred Patrick
Mildred Patrick, Executor

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COMMONWEALTH OF PENNSYLVANIA: : SS.
COUNTY OF :

On this, the 2nd day of January, 1980, before me a notary public, the undersigned officer, personally appeared JOHN PATRICK and MILDRED PATRICK, Executors of the Estate of George Patrick, Deceased, known to me (or satisfactorily proven) to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purpose herein contained.

IN WITNESS WHEREOF, I have hereto set my hand and notarial seal.

MUNICIPALITY Covington
TRANSFER TAX PAID \$ 40.00
AGENT Charles H. Regan

Carl Ann Treason
Notary Public

My commission expires:
NOTARY PUBLIC
WILKES-BARRE, LUZERNE COUNTY, PA.
MY COMMISSION EXPIRES APRIL 11, 1983

MUNICIPALITY Orpton
TRANSFER TAX PAID \$ 76.00
AGENT Charles H. Regan

I HEREBY CERTIFY that the precise address of the Grantee herein is:
and the precise address of the above described premises is:

300 W. Main St. Orpton, Pa.

MUNICIPALITY Orpton
TRANSFER TAX PAID \$ 800.00
AGENT Charles H. Regan

Bruce M. Brown
Attorney for Grantee

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF REVENUE
REALTY TRANSFER TAX
JAN-780
800.00
PR. 11005

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF REVENUE
REALTY TRANSFER TAX
JAN-780
800.00
PR. 11005

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REALTY TRANSFER TAX
 AFFIDAVIT OF VALUE

#126
 FOR RECORDER'S USE ONLY
 BOOK NUMBER 995
 PAGE NUMBER 474-486
 DATE RECORDED 1/7/88

COMPLETE APPLICABLE SECTIONS IN FULL AND FILE IN DUPLICATE WITH RECORDER OF DEEDS WHEN (1) THE FULL CONSIDERATION IS NOT SET FORTH IN THE DEED, (2) THE TRANSFER IS WITHOUT CONSIDERATION OR A GIFT, OR (3) A TAX EXEMPTION IS CLAIMED. (REFER SECT. E, RTT ACT OF DEC. 27, 1951, P.L. 1742 AS AMENDED)

SECTION I
 (COMPLETE FOR ALL TRANSACTIONS)

GRANTOR (S) GEORGE PATRICK ESTATE ADDRESS Dupont, Pa. ZIP CODE _____

GRANTEE (S) CLIFTON ACRES, INC. ADDRESS 300 Meadow Avenue, Scranton, Pa. ZIP CODE _____

LOCATION OF LAND, TENEMENTS AND HEREDITAMENTS:
95% of land is situate in Clifton Township, Lacka. Cnty. & 5% of land is situate in Covington Township, Lackawanna County.

R.D. STREET & NUMBER OR OTHER DESCRIPTION Covington Township, Lackawanna County. NAME OF LOCAL GOVERNMENTAL UNIT CLIFTON COUNTY COVINGTON

FULL CONSIDERATION \$ 160,000.00 HIGHEST ASSESSED VALUE \$ _____

FAIR-MARKET VALUE \$ _____ REALTY TRANSFER TAX PAID \$ _____

TAX EXEMPT TRANSACTIONS: IF TRANSFER IS PARTIALLY OR WHOLLY EXEMPT, SHOW AMOUNT EXEMPT, REASON (S) AND CITE PORTION OF LAW.
1520.00 CLIFTON
80.00 COVINGTON

IF THIS IS A TRANSFER FROM A STRAW, AGENT OR TRUST AGREEMENT, COMPLETE THE REVERSE SIDE.

SECTION II
 (COMPLETE ONLY IF PROPERTY WAS SUBJECT TO LIEN OR MORTGAGE AT THE TIME OF TRANSFER)

EXISTING MORTGAGE: \$ _____ DISPOSITION _____

MORTGAGEE _____ ADDRESS _____

EXISTING MORTGAGE: \$ _____ DISPOSITION _____

MORTGAGEE _____ ADDRESS _____

EXISTING LIEN OR OBLIGATION: \$ _____ DISPOSITION _____

LIENHOLDER _____ ADDRESS _____

EXISTING LIEN OR OBLIGATION: \$ _____ DISPOSITION _____

LIENHOLDER _____ ADDRESS _____

SECTION III
 (COMPLETE ONLY IF TRANSFER IS RESULT OF JUDICIAL SALE)

OFFICIAL CONDUCTING SALE

SUCCESSFUL BIDDER	NAME	ADDRESS	TITLE

	JUDGEMENT PLUS PRIOR LIENS	BID PRICE	HIGHEST ASSESSED VALUE
HIGHEST ASSESSED VALUE			\$
JUDGEMENT PLUS INTEREST	\$		
BID PRICE		\$	
PRIOR RECORDED LIEN	\$	\$	
PRIOR RECORDED MORTGAGE	\$	\$	
PRIOR RECORDED MORTGAGE	\$	\$	
UNPAID REAL ESTATE TAXES	\$	\$	
WATER RENT DUE	\$	\$	
SEWAGE RENT DUE	\$	\$	
ATTORNEY FEES	\$	\$	
OTHER (COSTS, ETC.)	\$	\$	
TOTAL	\$	\$	\$

NOTE: CALCULATIONS MUST BE SHOWN IN ALL COLUMNS.

SWORN AND SUBSCRIBED BEFORE ME THIS 7th DAY OF January 1988 at Dupont, Pa.

Patricia Beck
 NOTARY PUBLIC

PATRICIA BECK, NOTARY PUBLIC
 My Commission Expires Nov. 19, 1988

ALL OF THE INFORMATION ENTERED ON BOTH SIDES OF THIS AFFIDAVIT IS TRUE, FULL AND COMPLETE TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF.

John Morgan
 GRANTEE
 AGENT FOR GRANTEE
 GRANTOR
 AGENT FOR GRANTOR
 STRAW
 TRUSTEE

CK – Clifton Acres, Inc. – 3

**RIGHT-OF-WAY TO BE CONDEMNED
OVER PROPERTY OF
CLIFTON ACRES, INC.**

Beginning at a point, said point being located at the intersection of the proposed centerline of electric line in the Southerly division line of lands of Clifton Acres, Inc. (DB 995 Pg. 479), Said point being in the Centerline of State Route 2013 known as Clifton Beach Road.

Thence along said Centerline of SR 2013, On a curve to the left, having a radius of four hundred thirty-six and seventy-five one hundredths feet (436.75'), an arc distance of seventy-five and eleven one hundredths feet (75.11'), subtended by a chord bearing South seventy-two degrees twenty-nine minutes fourteen seconds West (S 72°29'14" W) for a distance of seventy-five and two one hundredths feet (75.02') to a point.

Thence through lands of Clifton Acres, Inc., running parallel to and at a distance of seventy-five feet (75') perpendicular from the centerline of proposed electric line, the following five (5) courses and distances: **1.** North sixteen degrees eight minutes forty-three seconds West (N 16°08'43" W) eighty-one and ninety-eight one hundredths feet (81.98') more or less to a point. **2.** North twenty degrees five minutes forty-three seconds West (N 20°05'43" W) one thousand ninety-five and eleven one hundredths feet (1,095.11') more or less to a point. **3.** North seven degrees fifty-five minutes twenty-two seconds West (N 07°55'22" W) two thousand one hundred seventy-three and thirty-two one hundredths feet (2,173.32') more or less to a point. **4.** North seventy-six degrees fifty-four minutes six seconds East (N 76°54'06" E) two thousand one hundred fifty-one and seventy-three one hundredths feet (2,151.73') more or less to a point. **5.** North thirty-five degrees fifty minutes forty-six seconds East (N 35°50'46" E) five hundred sixty-four and sixty-nine one hundredths feet (564.69') more or less to a point in the Easterly division line of lands of Clifton Acres, Inc., Said point being in the Westerly Right-of-Way line of State Route 435.

Thence along said Westerly Right-of-Way line of State Route 435, the following two (2) courses and distances **1.** Crossing the proposed centerline of electric line at a distance of eight-eight and forty-nine one hundredths feet (88.49') more or less, South twenty-two degrees six minutes six seconds East (S 22°06'06" E) one hundred sixteen and eighty one hundredths feet (116.80') more or less, to a point. **2.** On a curve to the right, having a radius of one thousand six hundred seven and two one

hundredths feet (1,607.02'), an arc distance of sixty and ninety-two one hundredths feet (60.92'), subtended by a chord bearing South twenty-one degrees zero minutes fifty-four seconds East (S 21°00'54" E) for a distance of sixty and ninety-one one hundredths feet (60.91') to a point.

Thence through lands of through lands of Clifton Acres, Inc., running parallel to and at a distance of seventy-five feet (75') perpendicular from the centerline of proposed electric line, the following five (5) courses and distances: **1.** South thirty-five degrees fifty minutes forty-six seconds West (S 35°50'46" W) five hundred twenty-five and fifty-eight one hundredths feet (525.58') more or less to a point. **2.** South seventy-six degrees fifty-four minutes six seconds West (S 76°54'06" W) two thousand seventy-one and eighty-seven one hundredths feet (2,071.87') more or less to a point. **3.** South seven degrees fifty-five minutes twenty-two seconds East (S 07°55'22" E) two thousand twenty and twenty-nine one hundredths feet (2,020.29') more or less to a point. **4.** South twenty degrees five minutes forty-three seconds East (S 20°05'43" E) one thousand eighty-four and twenty-nine one hundredths feet (1,084.29') more or less to a point. **5.** South sixteen degrees eight minutes forty-three seconds East (S 16°08'43" E) ninety-one and seventy-eight one hundredths feet (91.78') more or less, to a point in the Southerly division line of lands of Clifton Acres, Inc. (DB 995 Pg. 479), Said point being in the Centerline of State Route 2013 known as Clifton Beach Road.

Thence along said Centerline, the following two (2) courses and distances: **1.** South seventy-eight degrees fifty minutes forty-three seconds West (S 78°50'43" W) sixty-four and thirty-seven one hundredths feet (64.37') more or less to a point. **2.** On a curve to the left, having a radius of four hundred thirty-six and seventy-five one hundredths feet (436.75'), an arc distance of ten and ninety-one one hundredths feet (10.91'), subtended by a chord bearing South seventy-eight degrees seven minutes forty-seven seconds West (S 78°07'47" W) for a distance of ten and ninety-one one hundredths feet (10.91') to a point. **The Point of Beginning.**

Said Easement containing twenty and forty-one one hundredths Acres (20.41+/- Acs.) more or less as shown on PPL drawing No. B393212 prepared by PPL Electric Utilities entitled "PLAN SHOWING ELECTRIC LINE RIGHT-OF-WAY TO BE CONDEMNED OVER PROPERTY OF CLIFTON ACRES, INC.".

Bearings and distances described are based upon the centerline of the proposed electric line as surveyed by PPL Electric Utilities.

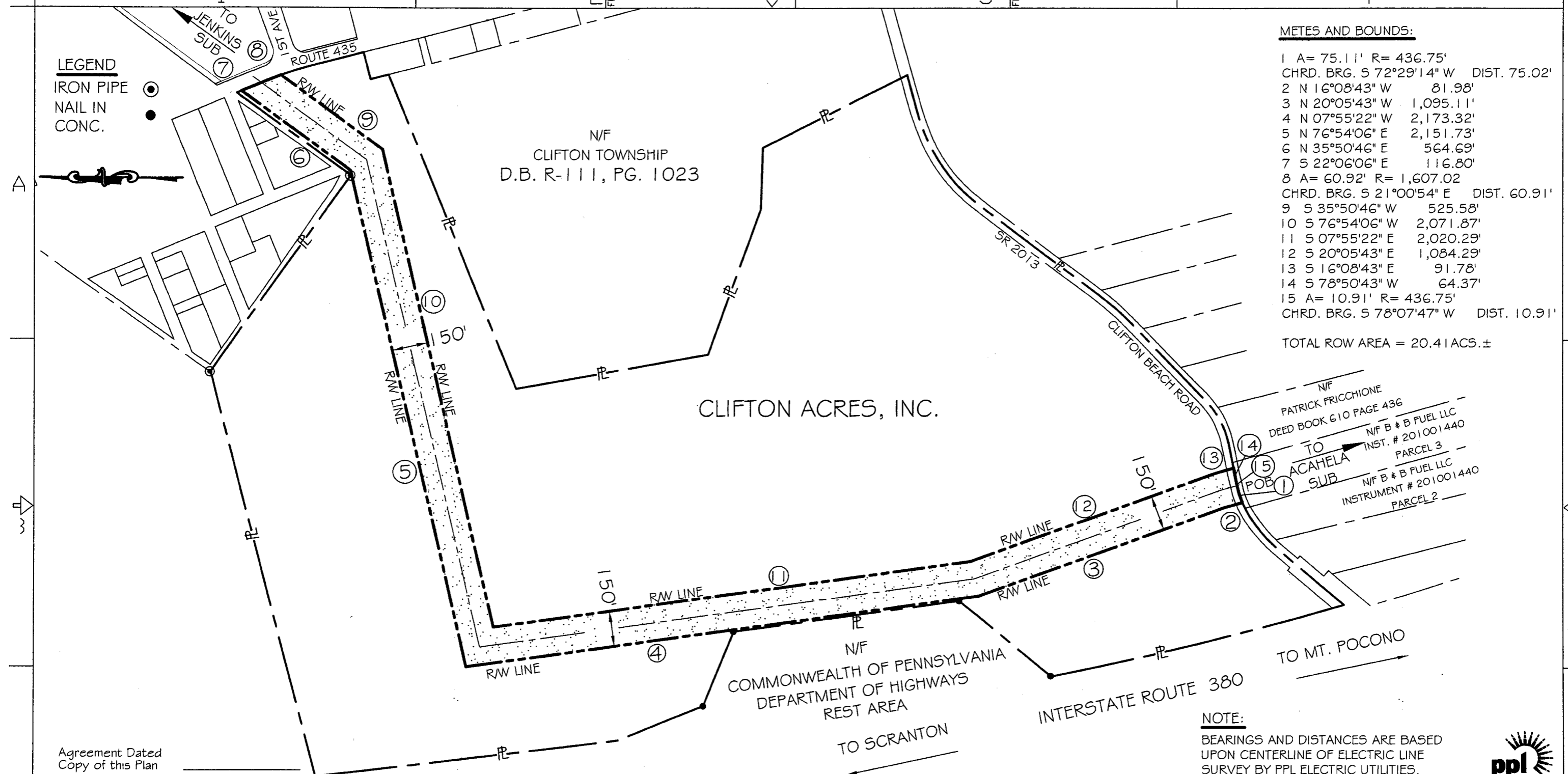
CK – Clifton Acres, Inc. – 4

LEGEND
 IRON PIPE
 NAIL IN CONC.

METES AND BOUNDS:

- 1 A= 75.11' R= 436.75'
- 2 N 16°08'43" W 81.98'
- 3 N 20°05'43" W 1,095.11'
- 4 N 07°55'22" W 2,173.32'
- 5 N 76°54'06" E 2,151.73'
- 6 N 35°50'46" E 564.69'
- 7 S 22°06'06" E 116.80'
- 8 A= 60.92' R= 1,607.02'
- 9 S 35°50'46" W 525.58'
- 10 S 76°54'06" W 2,071.87'
- 11 S 07°55'22" E 2,020.29'
- 12 S 20°05'43" E 1,084.29'
- 13 S 16°08'43" E 91.78'
- 14 S 78°50'43" W 64.37'
- 15 A= 10.91' R= 436.75'

TOTAL ROW AREA = 20.41 ACS. ±



NOTE:

BEARINGS AND DISTANCES ARE BASED UPON CENTERLINE OF ELECTRIC LINE SURVEY BY PPL ELECTRIC UTILITIES.



Agreement Dated _____
 Copy of this Plan Received By _____
 Date _____

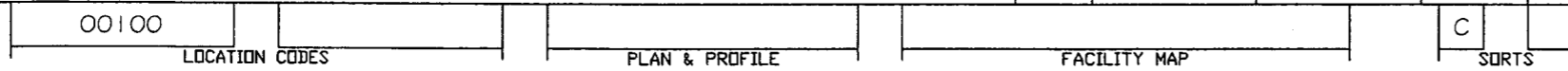
88

NOTE: FOR EXACT LOCATION OF R/W AND/OR FACILITIES WITHIN THE R/W CONTACT THE LOCAL PPL ELECTRIC UTILITIES CORPORATION OFFICE.

ACCT- 10015370		ACAHELA-POCONO LINE	
SCALE- NONE		PLAN SHOWING ELECTRIC LINE RIGHT OF WAY TO BE CONDEMNED OVER PROPERTY OF CLIFTON ACRES, INC.	
BY- RRC		DEED BOOK-995, PAGE 479	
REVIEWED		CLIFTON & COVINGTON TOWNSHIPS LACKAWANNA CO., PA.	
APPROVED <i>B. Mark [Signature]</i>		DATE 11/20/2012	PPL ELECTRIC UTILITIES
AC	PPL DRAWING NO.	SHEET NO.	REV.
CAD ID	B393212	1	0

NO.	DATE	ACCT.	REVISION	BY	REVIEWED	APPROVED

PPL ELECTRIC UTILITIES/10



CK – Clifton Acres, Inc. – 5

I, ELIZABETH STEVENS DUANE, the duly elected and acting Secretary of PPL Electric Utilities Corporation, do hereby CERTIFY that the following is a true and correct copy of certain resolutions duly adopted by the Board of Directors of the Company by a Unanimous Written Consent, dated December 14, 2012, and that said resolutions have not been altered, amended or repealed and are in full force and effect:

* * * * *

WHEREAS, Clifton Acres, Inc. is the owner of certain property partly in Clifton Township and partly in Covington Township, Lackawanna County, as more particularly described in Exhibit M and identified as Parcel 88; and

* * * * *

WHEREAS, the construction by the Company of 58 miles of new 230 kV transmission line associated with the proposed West Pocono 230 – 69 kV Substation in Buck Township, Luzerne County and the proposed North Pocono 230 – 69 kV Substation in Covington Township, Lackawanna County and approximately 4.4 miles of new 138 - 69 kV transmission lines to connect existing local lines into the new West Pocono 230-69 kV Substation in Tobyhanna Township, Monroe County, ("Northeast Pocono Reliability Project") on, over, across or under the lands described in Exhibit . . . M. . . (the "Lands"), is necessary for the supply of light, heat and power to the public; and

WHEREAS, the Company has endeavored to agree but has not reached agreement with the landowners or their representatives upon the proper compensation, terms and conditions for the damage that will be done or is likely to be done to or sustained by them; and

WHEREAS, the Company is authorized by law to condemn and appropriate the properties necessary for such purposes; and

WHEREAS, Board of Directors approval is a necessary legal condition for the Company to appropriate the required rights-of-way for the Lands.

NOW THEREFORE, BE IT RESOLVED, That it is necessary to condemn and appropriate rights-of-way and easements

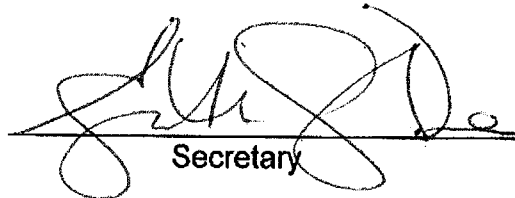
on, over, across or under the Lands to the extent required for rights-of-way to be presently used for the overhead or underground construction, operation and maintenance of the new 230 kV transmission lines associated with the Northeast Pocono Reliability Project, for the transmission and/or distribution of electric light, heat and power, or any of them, including such poles, wires, conduits, cables, manholes, and all other facilities, fixtures and apparatus as may be necessary for the proper and efficient construction, operation and maintenance of such line; and further

RESOLVED, That the Company shall and hereby does condemn and appropriate rights-of-way and easements ("Easement Area") to the extent necessary for the rights-of-way described above on, over, across or under the Lands owned or reputed to be owned by the above-named property owners, such rights-of-way being more fully described in Exhibit . . . M . . . and being necessary for the Company's corporate uses for the construction, operation, renewal, replacement, relocation, addition to, and maintenance of the facilities constituting the overhead or underground transmission line, including poles, wires, conduits, cables, manholes and all other necessary appurtenances for the transmission or distribution of electricity ("Electric Facilities"), on, over, across or under the rights-of-way described in Exhibit . . . M . . . , together with: (1) the right of ingress and egress to, from, upon, and over the subject properties to access the Easement Area and Electric Facilities at all times for the construction, operation, maintenance, replacement, and reconstruction of the Electric Facilities and for any of the purpose aforesaid; (2) the right to cut down, trim, remove, and to keep cut down and trimmed by mechanical means or otherwise, any and all trees, brush, or other undergrowth now or hereafter growing on or within the Easement Area, as well as the right to cut down, trim, and remove any and all trees adjoining or outside of the Easement Area which in the judgment of PPL Electric, its successors, assigns, and lessees may at any time interfere with the construction, reconstruction, maintenance, or operation of the Electric Facilities or menace the same, and in connection with the aforementioned rights, the right to remove, if necessary, the root systems of such trees, brush, or other undergrowth and to treat such brush and undergrowth with herbicides labeled to allow their use for the removal and control of vegetation; and (3) a prohibition against any buildings, swimming pools, or other improvements or structures whatsoever being built, constructed, or placed within the Easement Area, as well as any inflammable or explosive materials being stored within

the Easement Area, as well as the right of the Company to remove any buildings, structures, or other improvements from the Easement Area; and further

RESOLVED, That the proper officers of the Company are hereby authorized and directed to execute such bonds and/or other paper, to take such action and to bring such proceedings on behalf of the Company as may be necessary or advisable in the exercise of the power of eminent domain to condemn and appropriate such rights-of-way and easements or fee simple title and to enter upon, use and occupy any of the Lands for the purposes described in the above resolutions.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company this 27th day of December, 2012.


Secretary