

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11
: :
TRIDENT RESOURCES CORP., et al.,¹ : Case No. 09-13150 (MFW)
: :
: (Jointly Administered)
: :
Debtors. : Re: Docket No. 281 and 315
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AMENDED

**ORDER PURSUANT TO SECTION 365 OF THE BANKRUPTCY CODE
AUTHORIZING THE ASSUMPTION OF CERTAIN UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY**

Upon the motion (the "Motion") of the above-captioned debtors and debtors in possession (the "Debtors") for entry of an order (the "Order"), pursuant to section 365 of the Bankruptcy Code authorizing the Debtors to assume the Mineral Access Rights,² and the Court having previously entered an order partially granting the relief requested in the Motion on April 6, 2010 [Docket No. 315]; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Motion will benefit the Debtors' estates, their creditors and all other parties in interest; and due and proper notice of the Motion having been provided, and it

¹ The Debtors in these Chapter 11 Cases, along with each Debtor's place of incorporation and the last four digits of its federal tax identification number, where applicable, are: Trident Resources Corp. (*Delaware*) (2788), Aurora Energy LLC (*Utah*) (6650), NexGen Energy Canada, Inc. (*Colorado*) (9277), Trident CBM Corp. (*California*) (3534), and Trident USA Corp. (*Delaware*) (6451).

² Capitalized terms used but not otherwise defined herein shall have the meanings provided to them in the Motion.

appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED, that the Motion is granted;

ORDERED, that the Mineral Access Rights set forth in Exhibit 1 to this Order, to the extent they constitute unexpired leases of nonresidential real property, are hereby deemed to be assumed by the Debtors pursuant to section 365 of the Bankruptcy Code;

ORDERED, that notwithstanding any provision in the Motion or this Order, any leases, rights of way, licenses, authorizations, contracts, agreements or other interests of the federal government shall be treated, determined, administered, audited and monies collected in the ordinary course of business as if the debtor's bankruptcy cases were never filed and the debtors shall comply with all applicable non-bankruptcy law, federal regulations and statutes. Moreover, without limiting the foregoing: (1) nothing in this Order shall be interpreted to set cure amounts or to require the government to novate or otherwise consent to the transfer of any federal government contract, agreement or interest; and (2) the government's rights to offset or recoup any amounts due under, or relating to, any contracts, agreements or other interests are expressly preserved;

ORDERED, that the Cure Amounts, if any, as set forth in the Motion are hereby approved, the Debtors have no liability in excess of the amounts set forth therein and the assumption of the Mineral Access Rights complies with section 365(b)(1)(A) of the Bankruptcy Code; and

ORDERED, that each counterparty to the Mineral Access Rights is hereby barred and permanently enjoined from asserting against the Debtors any default, claim, or liability existing,

accrued, arising, or relating to the Mineral Access Rights for the period prior to the entry of this Order;

ORDERED, that the Debtors are authorized to take all actions necessary or appropriate to effectuate the relief granted pursuant to this Order in accordance with the Motion;

ORDERED, that the terms and conditions of this Order shall be immediately effective and enforceable upon entry of the Order; and

ORDERED, that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: June 14, 2010
Wilmington, Delaware



THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

Assumed Leases

NAME	ADDRESS_LINE_1	ADDRESS_LINE_2	ADDRESS_LINE_3	ADDRESS_LINE_4	ADDRESS_LINE_5
JACK SHARPE & JEAN P SHARPE	2421 ALDERDALE ROAD	940 ALDERDALE ROAD		MABTON	WA US 98935
MERCER LIVESTOCK	ATTENTION: RICK MERCER			PROSSER	WA US 98350
JAMES J. SHARPE & RANDY IRENE SHARPE	2807 TROON COURT			RICHLAND	WA US 98362
MONTE SHAFFER & DOROTHY SHAFFER	PO BOX 671			PROSSER	WA US 98350
GORDON A KING & CONSTANCE J KING	4920 RIDGE ROAD			MABTON	WA US 98935
WILLIAM SHARPE & DIANA SHARPE	2551 SUNNYSIDE - MABTON HIGHWAY			SUNNYSIDE	WA US 98944
CHAD W. SMITH & KRISTEN L. SMITH	22201 S. DOWD ROAD			PROSSER	WA US 98350
NEHLS & SON, INC	2303 HOOD AVENUE	7602 HAMILTON ROAD		PROSSER	WA US 98350
IRIS LANDERSON & KAREN I DOWD, POA	110 STEGEMAN ROAD			RICHLAND	WA US 98354
ELLWOOD BROWN & JANET BROWN	304 COUNTY LINE ROAD			BICKLETON	WA US 98322
GLORIA PRINCE	PO BOX 77			BICKLETON	WA US 98322
MICHAEL O'BRIEN	600 WEST 7TH STREET			THE DALLES	OR US 97058
ERIN MILLER	216 WEST 8TH STREET			THE DALLES	OR US 97058
OREGON HEREFORD RANCH	76711 HIGHWAY 207			ECHO	OR US 97826
JASON LEE DOUGHERTY	C/O PATRICIA DOUGHERTY	86317 SPUR LOOP ROAD		HEPPNER	OR US 97836
ALVIN A. HALL & JEANA C. HALL	1013 MORGAN AVENUE			ONTARIO	OR US 97814
ROBERT L. HALE & JANE A. HALE	7387 HWY 207			ECHO	OR US 97826
HALE FARMS, LLC	ATTENTION: ROBERT C. HALE, MEMBER			HERMISTON	OR US 97838
JML INVESTMENTS, LP	ATTENTION: KENNETH A. JOHNSON	115W HERMISTON AVENUE		VALE	OR US 97918
MILT MERCER ESTATE	ATTENTION: RICK MERCER	BOX 808		PROSSER	WA US 98350
RICHARD R ROBERTS & HAZELL ROBERTS	4300 RIDGE ROAD	25 LINDA LANE		MABTON	WA US 98935
MICHAEL SCHMITT & JOHANNA SCHMITT &	LEO SCHMITT & MATHILDA SCHMITT	BOX 380		PROSSER	WA US 98350
DONALD E WALKER & SUSAN M WALKER	PO BOX 704			PROSSER	WA US 98350
J & S MOON FARMS, INC.	51202 SOUTH DAVIS			PROSSER	WA US 98350
WALLACE C. ANDERSON TRUST	LOIS B. SPAULDING, TRUSTEE	1900 VERDUGO LOMA DRIVE		PROSSER	WA US 98350
MARCIA ESSARY	KAREN I DOWD, TRUSTEE	2303 HOOD AVENUE		GLENDALE	CA US 91208
THOMAS L. BLAKNEY	159408 WEST ATWOOD ROAD			RICHLAND	WA US 98354
RICHARD B. BLANNEY	21011 - 253 PL SE			PROSSER	WA US 98350
JOHN E RUNYARD	1908 - 243 STREET SW			MAPLE VALLEY	WA US 98038
WHITE RANCH INC	1614 MOUNT BAKER HIGHWAY			BOTHELL	WA US 98021
RANDY BLANKENSHIP & GALE BLANKENSHIP	DICK WHITE (PRESIDENT)	782 OLD HIGHWAY 8	PO BOX 1049	BELLINGHAM	WA US 98228
ANNE C SPORICH & WILLIAM G SPORICH	63 HOOKER ROAD			ROOSEVELT	WA US 98358
MATHEW O'BRIEN	3007 N 33RD STREET			BICKLETON	WA US 98322
GEORGE LUCIANI AND BEATRICE LUCIANI	64588 LITTLE BUTTER CREEK ROAD			TACOMA	WA US 98407
ARTHUR R PRIOR TRUST	4405 HIGHWAY 30 WEST, SPACE 814			HEPPNER	OR US 97836
CHARLES DALY & YVONNE DALY	76763 BIG BUTTER CREEK ROAD			THE DALLES	OR US 97058
DALE W. PIERCY & RAMONA PLAZA	65184 LITTLE BUTTER CREEK ROAD			ECHO	OR US 97826
HERBERT L. RUETH & KATHLEEN RUETH	CHESTER J. PRIOR (TRUSTEE)	32327 OREGON TRAIL ROAD		ECHO	OR US 97826
NORMAN S. RUETH & JODY S. RUETH	31387 HIGHWAY 95			HEPPNER	OR US 97836
MOORE FARMS	26722 OLD FORT BOISE ROAD			PARMA	ID US 83660
SHIRL MOON RANCH INC.	BOX 447			PARMA	ID US 83660
J BAR W RANCH, LLC	ATTENTION: TOM MOORE	901 PARKSIDE DRIVE		PROSSER	WA US 98350
RICK T. GRAY	C/O DENNIS S. MOON, PRESIDENT	98202 SOUTH STATE ROUTE 221 HIGHWAY		PROSSER	WA US 98350
RICHARD BEIGHTOL & CHERYL BEIGHTOL	20214 SE FERNRIDGE DR.			CANAS	WA US 98807
CLARK RANCH PARTNERSHIP	BOX 635			SUNNYSIDE	WA US 98844
KENDRICK J. BARNETT TESTAMENTARY TRUST	495 ALDERDALE ROAD			PROSSER	WA US 98350
ROBERT G ANDREWS & ANGELA ANDREWS	ATTENTION: STEVE BUFFAM			CANAS	WA US 98807
MICHAEL ANDREWS & DAWN L ANDREWS	KATHLEEN A BARNETT (TRUSTEE)	2005 NW COLUMBIA SUMMIT DRIVE		PROSSER	WA US 98040
ROSCO J IMRIE & DELORES M IMRIE	1245 ALDERDALE ROAD	5270 FOREST AVENUE SE		PROSSER	WA US 98350
VERNON L GILES & MYRNA J GILES	6 GEORGE SMITH ROAD			GOLDENDALE	WA US 98820
	PO BOX 248			BICKLETON	WA US 98322
	171 PINE CREEK ROAD				

ANDREWS HOGUE VINEYARD	C/O SCOTT ANDREWS	1201 ALDERDALE ROAD	WA US 98950
KENNETH L. LISLE & NORMA J. LISLE	6590 ELMORE ROAD		ID US 83619
DICK E. DEHAVEN & JOSEPHINE A. DEHAVEN	219 INDIANHEAD DRIVE		ID US 83872
VICTORIA A. WYATT	BOX 749		OR US 97914
NELLIE G. MADISON	28647 MADISON ROAD	2465 CHARVELTON STREET	OR US 97926
JAMES O'BRIEN	C/O JUDY WOLF	32327 OREGON TRAIL ROAD	OR US 97405
MICHAEL WILLIAM PRIOR IRREVOCABLE TRUST	CHESTER J. PRIOR (TRUSTEE)		OR US 97826
ROSALIE PRIOR	32327 OREGON TRAIL ROAD		OR US 97826
DEPARTMENT OF NATURAL RESOURCES	ATTENTION: FINANCIAL MGMT DIVISION	BOX 47041	WA US 98504-7041
GLADE CREEK RANCH	ATTENTION: MICHAEL K & CLAUDIA J. NICHOLS	156704 S WAGGONER ROAD	WA US 98930
NORMAN T. KING	607 EAST CONCORD	BOX 47081	WA US 98504-7081
DEPARTMENT OF NATURAL RESOURCES	ATTENTION: PRODUCT SALES AND LEASING		WA US 98930
WILLIAM BROUILLET & CINDI BROUILLET	21631 S.E. 249TH STREET		WA US 98504-7081
WILLIAM E. SHARPE & DIANE C. SHARPE	8760 RIDGE ROAD		WA US 98935
DARRELL K. SMITH & MARILU SMITH	BOX 809		WA US 98935
MERCER ORYLAND FARMS, L.P.	ATTENTION: CHUCK MERCER	PO BOX 668	WA US 98935
SUSAN FAY COX	908 BAXTER		CO US 80734
JIM F. MOON & SUSAN B. MOON	51202 S. DAVIS		WA US 98935
KOVACH LAND COMPANY	44502 W. STEPHEN ROAD		WA US 98935
LYNN BEIGHTOL ESTATE	ATTENTION: GARY R. WOODEN PERSONAL REP	13602 SW BRIM PLACE	OR US 97223
JACK L. HILDEBRAND &	ATTENTION: ROY E. WIRTH	815 NORTH REED PLACE	WA US 98336
HELEN K. BLAKNEY CREDIT TRUST	MILDRED L. HILDEBRAND	17800 NE 94TH AVENUE	WA US 98604
GLENN WILLIAMS & AUDREY F. WILLIAMS	THOMAS L. BLAKNEY, TRUSTEE	21011 - 253 PL. SE	WA US 98636
KRISTEN STEVENS	14280 GLADE ROAD		WA US 98636
WESTLAND ENTERPRISES, LLC	800 WEST 13TH STREET		OR US 97058
H. RICHARD SNOW	ATTENTION: ROBERT L. LEVY, MEMBER	822 HWY 395 SOUTH, PMB 423	OR US 97838
DAVID C. PRIOR TRUST	32263 OREGON TRAIL ROAD		OR US 97826
STEPHEN SCOTT DOUGHERTY	CHESTER J. PRIOR (TRUSTEE)	32337 OREGON TRAIL ROAD	OR US 97826
SHIRLEY MILLER TRUST, LLC	C/O PATRICIA DOUGHERTY	88317 SPUR LOOP ROAD	OR US 97836
SEVEN A - E RANCHES	C/O LOREN MILLER, TRUSTEE	54709 S. C. WILLIAMS ROAD	WA US 98336
FRANCIS J & KATIE O WATTENBARGER	ATTENTION: WILLIAM S. MAINS	PO BOX 52	WA US 98332
BEIGHTOL RANCHES LLC	1204 VINE AVENUE		WA US 98944
THOMAS L. PRICE & MARY L. PRICE	ATTENTION: ROGER BEIGHTOL	960 MARKET STREET	WA US 99350
NORMAN B. KING	1218 CHEROKEE		TX US 75080
DAVID W. PEARSON & CLARA L. PEARSON &	19420 WILDERNESS DRIVE		OR US 97068
WF GOULD RANCHES, INC.	TOM MAINS	41 RIDGE ROAD	WA US 98935
DORTHEA IRMA LOONEY	RICHARD H. PEARSON	53502 SOUTH TRAVIS ROAD	WA US 99350
MICHAEL J. COPEKHEFER	3407 S. CONWAY DRIVE		WA US 99337
NEAL BROWN & ELLWOOD BROWN & JANET BROWN	TONY LOONEY (TRUSTEE)	1512 NW 10TH AVENUE	WA US 98907
AL MATSEN FARM	17800 GLADE ROAD		WA US 98935
SCOTT ANDREWS & DAMA ANDREWS	359 MATSEN ROAD	605 SOUTH 34TH AVENUE	WA US 99322
RAY E. MILLER LIVING TRUST	C/O HERBERT S. MATSEN		WA US 98350
BROWN LIVING TRUST	1201 ALDERDALE ROAD	190 DOT ROAD	WA US 99356
LORETTA M. GUGIN	RAY E. MILLER (TRUSTEE)	PO BOX 192	WA US 99322
KATHLEEN L. KELLEY & STEVEN W. KELLEY	CLARENCE L. MAINS, ATTORNEY-IN-FACT		OR US 97801
NEAL J. DOW & ANNA DOW, TRUSTEES OF THE	1092A NW 12TH AVENUE	PO BOX 1048	WA US 99356
WILSON FAMILY RANCHES, LLC	782 OLD HIGHWAY 8	5901 FARLEY ROAD	OR US 97808
HAWKINS COMPANY, INC.	ATTENTION: NEAL J. DOW & ANNA DOW TRUST	P.O. BOX 209	WA US 99356
ORVILLE T. & LINDA L. GRAY LIVING TRUST	ATTENTION: JOHN WILSON (MANAGER)	78528 HIGHWAY 37	OR US 97887
MICHAEL SCHMITT & JOHANNA SCHMITT	TIM HAWKINS		OR US 97801
RHON RASCHKO & CAROLYN RASCHKO &	555 CRIDER VALLEY ROAD		OR US 97861
ANDREW L. SHARPE & NORMA C. SHARPE	BOX 390		OR US 97861
	ETHEL RASCHKO		WA US 99322
	580 WANDLING ROAD		WA US 98935
			WA US 98935

HARLAN P. CRAWFORD & INGRID L. CRAWFORD
ROBERT LEVY
SCOTT MADISON & MARY MADISON
KATHLEEN GAITAN
CELIA BURGESS
CHESTER J. PRIOR
PAULINE C. CHRISTENSEN
ELAINE STEWART
OWENS LIVING TRUST
WHITMORE & SON, INC.
HAROLD J. TRENKEL & IRAN E. TRENKEL
WILLIAM KILLEEN & RANDY KILLEEN
ROBERT P. BARNWELL & WANDA L. BARNWELL

5645 HIGHWAY 201
822 HIGHWAY 395 SOUTH
75512 HIGHWAY 207
3707 NE 18TH
1613 OVERTURE AVENUE
32327 OREGON TRAIL ROAD
11293 S WAYWOOD CT
25048 WALKER ROAD
STAN OWENS & BELVA JEAN OWENS
C/O LAWRENCE D. WHITMORE
3855 BLITTE DR.
2782 CHERRY LANE
201 MEAD ROAD

PMB 423

837 WEST KENNEWICK AVENUE
1 WHITMORE ROAD

ONTARIO
HERMISTON
ECHO
PORTLAND
BEND
ECHO
OREGON CITY
PARMA
KENNEWICK
BICKLETON
ONTARIO
BOISE
VICTORIA

OR US 97914
OR US 97836
OR US 97828
OR US 97212
OR US 97702
OR US 97826
OR US 97045
ID US 83660
WA US 98336
WA US 98322
OR US 97914
ID US 83705
TX US 77904