

91-00203

State of : Nebraska
County of : Sarpy

Recording Requested By And
Whose Return To

Northern Natural Gas Company
1400 Smith

Houston, Texas 77002
Attn: General Counsel

Mail Tax Statements To

Northern Natural Gas Company
P. O. Box 1188
Houston, Texas 77251-1188
Attn: Supervisor, Ad Valorem Tax

FILED SARPY CO. NE.
INSTRUMENT NUMBER

91-00203

91 JAN -7 PM 1:10

Shirley D. Dowling
REGISTER OF DEEDS

NEBRASKA DOCUMENTARY
STAMP TAX
JAN -7 1991
50112.50 BY ea

9
32900

CONVEYANCE, ASSIGNMENT AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS:

This Conveyance, Assignment and Bill of Sale (this "Conveyance"), effective as of December 31, 1990, at 11:29 p.m. Houston, Texas time (the "Effective Time"), is from **ENRON CORP.**, a Delaware corporation, (being the corporation formerly known as **NORTHERN NATURAL GAS COMPANY**, a Delaware corporation (herein called "Northern"), which by certificate of amendment filed with the Secretary of State of Delaware on or about March 28, 1980, changed its name to **INTERNORTH, INC.**, a Delaware corporation, which by certificate of amendment filed with the Secretary of State of Delaware on or about April 10, 1986, changed its name to **ENRON CORPORATION**, a Delaware corporation, which by certificate of amendment filed with the Secretary of State of Delaware on or about April 17, 1986, changed its name to **Enron Corp.**), with its general office at 1400 Smith, Houston, Texas 77002 (herein called "Grantor"), in favor of **NORTHERN NATURAL GAS COMPANY**, a Delaware corporation, with its general office at 1400 Smith, Houston, Texas 77002 and whose mailing address is P. O. Box 1188, Houston, Texas 77251-1188: Attn: General Counsel (herein called "Grantee").

00203

91-00203 A

WHEREAS, on or about February 20, 1937, INTERSTATE PRODUCTION COMPANY, a Delaware corporation, merged into Northern; on or about September 21, 1937, VALLEY PIPELINE COMPANY, a Delaware corporation, changed its name to NORTHERN GAS AND PIPELINE COMPANY; on or about February 20, 1937, NORTHERN GAS AND PIPELINE COMPANY, a Delaware corporation, merged into INTERSTATE PRODUCTION COMPANY; on or about December 30, 1960, INTERSTATE PRODUCTION COMPANY, merged into Northern; and

WHEREAS, Grantor owns 100% of the issued and outstanding capital stock of Grantor, which is conveyed to Grantee, as a contribution to the capital of Grantee, the Subject Property, herein described, being a portion of the assets of Northern Natural Gas Company, a division of Grantor.

PART I

GRANTING AND HABENDUM CLAUSES

A. GRANTING AND HABENDUM CLAUSES.

For good and valuable consideration, the receipt and sufficiency of which Grantor hereby acknowledges, Grantor hereby grants, bargains, assigns, conveys and delivers unto Grantee, its successors and assigns, all right, title, interest and estate of Grantor in and to the following described property, Save and Except any Excepted Property, herein defined, (collectively, the "Subject Property"):

1. Fee Lands. The tracts or parcels of land, interests in land and other interests, if any, described in Part I of Exhibit A hereto, (the "Fee Lands");
2. Pipelines. The pipelines described in Part II of Exhibit A hereto, and all extensions thereof and all additions thereto, whether or not expressly described herein, and all pipelines located on the Easements, herein defined, (the "Pipelines");
3. Easements. The easements, rights of way, servitudes, leases, surface leases, surface rights, interests in land, permits, licenses, grants affecting land, other interests, franchises, ordinances, orders, privileges, consents, condemnation judgments or awards, judgments on declaration of taking and judgments in trespass to try title and other judicial actions relating to title to land or interests in land, if any, described in Part III of Exhibit A hereto, and all amendments, corrections and restatements thereof and any other instruments granted in lieu of or in addition to the foregoing, if any, together with and including, without limitation, all easements, rights of way, servitudes, leases, surface leases,

91-00203 A ✓

EXHIBIT A - PART III (EASEMENTS)
SARPY COUNTY, NEBRASKA

1990/09/19

REF. NO.	REC. NO.	P/L NO.	TYPE	GRANTOR	GRANTEE	INST. DATE	FILE DATE	BOOK	PAGE	FILE NO.	DESCRIPTION	WIDTH
1009068		NEB 493-1-044	EASEMENT	PETERSEN, OTTO F., AND MARIE C. PETERSEN		01/17/62	03/09/62	029 MISC	413		SE/4 SEC 9-T13N-R11E	
1009069		NEB 493-1-043	EASEMENT	BOTTORFF, LEWIS H., AND PAULINE BOTTORFF		04/05/62	04/19/62	029 MISC	619		W 100' SW/4 NE/4 SEC 9-T13N-R11E	
1009070		NEB 493-1-045	EASEMENT	BOTTORFF, LEWIS H., AND PAULINE BOTTORFF		04/05/62	04/19/62	029 MISC	617		W 100' W/2 SE/4 SEC 4-T13N-R11E	
1009071		NEB 493-1-046	EASEMENT	LORENZ, CHRIS, AND HELLIE M. LORENZ		01/30/62	03/09/62	029 MISC	417		N/2 NE/4 SEC 9-T13N-R11E	
1009074		NEB 493-1-048	EASEMENT	LARSEN, MILDRED		03/23/62	04/05/62	029 MISC	567		N/2 NE/4 SEC 4-T13N-R11E EXC ROW FOR INTERSTATE HWY #80	
1009077		NEB 493-1-049	EASEMENT	GEHRKEN, HENRY J.		01/15/62	03/09/62	029 MISC	443		E/2 SE/4 SW/4 & W/2 SW/4 SE/4 SEC 33-T14N-R11E	
1009078		NEB 493-1-050	EASEMENT	HARDER, DALE, AND MARION HARDER		02/13/62	03/09/62	029 MISC	445		N/2 SE/4 & E3/4 S/2 SE/4 SEC 33-T14N-R11E	
1009080		NEB 493-1-051	EASEMENT	BARKLEY, BERNICE E.		02/07/62	03/09/62	029 MISC	449		NE/4 SEC 33-T14N-R11E	
1009082		NEB 493-1-052	EASEMENT	LORENZ, SERENA		02/12/62	03/09/62	029 MISC	451		SE/4 SEC 28-T14N-R11E	
1009083		NEB 493-1-052	EASEMENT	LORENZ, RAMJEL H. (RAY), A. HOPE LORENZ, RALPH G. LORENZ AND PHYLLIS J. LORENZ		07/09/62	08/15/62	030 MISC	274		SE/4 SEC 28-T14N-R11E	
1009086		NEB 493-1-053	EASEMENT	MOMINKEL, MARY		01/30/62	03/09/62	029 MISC	453		NE/4 SEC 28-T14N-R11E	
1009089		NEB 493-1-055	EASEMENT	HEUCK, ANNA		01/25/62	03/09/62	029 MISC	457		SE/4 SEC 21-T14N-R11E	
1009092		NEB 493-1-057	EASEMENT	KRAMBECK, WILL C.		01/22/62	03/09/62	029 MISC	459		W/2 NE/4 SEC 21-T14N-R11E	