

COMPARED

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ASSIGNMENT OF EASEMENTS

KNOW ALL MEN BY THESE PRESENTS:

THAT INTERNORTH, INC., a Delaware corporation, with its principal place of business at 2600 Dodge Street, Omaha, Nebraska (Grantor), for valuable consideration, the receipt of which is hereby acknowledged, does hereby sell, assign, quit claim, transfer and set over unto UTILICORP UNITED INC., a Missouri corporation, 10700 350 Highway, Kansas City, Missouri (Grantee), all of Grantor's right, title and interest in, to and under the easements described on Exhibit A, attached hereto and made a part hereof as though fully set forth, together with all instruments modifying, amending or releasing said easements either in whole or in part, situated in and about Pottawattamie County, Iowa. This instrument shall cover and include, and Grantor grants to Grantee, all rights of Grantor operating as Peoples Natural Gas Company and its predecessors in interest in said county, in and to all pipeline easements, whether acquired by written instrument or prescription, licenses, permits and leases together with all other rights and interest in said county which are used or useful in connection with the construction, maintenance or operation of pipelines and appurtenances thereto, used in the course of the retail natural gas distribution business by Peoples Natural Gas Company.

InterNorth hereby agrees to provide to UtiliCorp such other transfer documents as may be required to grant, convey, assign and transfer to UtiliCorp such easement rights.

TO HAVE AND TO HOLD said pipeline easements unto the said Grantee forever. The right, title and interest herein assigned and the provisions hereof shall extend to and be binding upon the parties hereto, their respective successors and assigns.

IN WITNESS WHEREOF, Grantor has executed this Assignment of Easements this 6th day of December, 1985.

STATE OF IOWA, Pottawattamie County
 Filed for record the 14 day of Dec
 19 85 at 1 o'clock PM and recorded
 in book 162 page 254
John Scirtino Recorder
William Brooks Deputy

INTERNORTH, INC., Grantor

By: [Signature]
 Vice President

Attest: [Signature]
 Deputy Corporate Secretary



STATE OF NEBRASKA)
) ss.
 COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me on December 6, 1985, by James W. White, Vice President of InterNorth, Inc., a Delaware corporation, on behalf of the corporation.

GENERAL NOTARY - State of Nebraska
 ANNE FLIJA
 My Comm. Exp. Nov. 28, 1987

[Signature]
 Notary Public

My Commission expires: November 28, 1987

COMPARED

Pottawattamie County, Iowa

EXHIBIT A

| PNG FILE NO. | GRANTOR | RECORDING DATA | | | DATE |
|-----------------|-----------------------------------------------------------------------------------------------------|----------------|------|----------|----------|
| | | BOOK | PAGE | DOCUMENT | |
| 1488 | C. Hafer | ✓ 772 | 89 | | 12/04/30 |
| 1859 | Beef Land International, Inc. | ✓ 76 | 9577 | | 12/19/75 |
| 1478-2 | Simon Shyken | ✓ 971 | 349 | | 10/11/47 |
| 1478-2 | John Plank | ✓ 971 | 352 | | 10/11/47 |
| 1478-2 | Fred W. Strother | ✓ 1175 | 35 | | 12/11/56 |
| 1478-2 | William J. Swassing | ✓ 1121 | 493 | | 11/18/54 |
| 1478-2 | Vincent C. Miller, Jr. | ✓ 1090 | 273 | | 06/13/53 |
| 1478-2 | Raymond Kaut | ✓ 1090 | 269 | | 06/13/53 |
| 1478-2 | Eva P. Howe | ✓ 1090 | 271 | | 06/13/53 |
| 1478-1 | Louis G. Wager | ✓ 763 | 504 | | 10/07/30 |
| 1478-1 | Harry G. Andrews | ✓ 763 | 467 | | 09/17/30 |
| 1478-1 | C. Hafer | ✓ 763 | 475 | | 09/24/30 |
| 1478-1 | M. T. Davis | ✓ 772 | 4 | | 10/20/30 |
| 1478-1 | Municipal Airport Commission of the City of Council Bluffs, Iowa | ✓ 772 | 3 | | 10/20/30 |
| 1478-1 | Board of Park Commissioners of the City of Council Bluffs, Iowa | ✓ 1253 | 383 | | 02/26/60 |
| 1478-1 | Ben Sieck | ✓ 763 | 493 | | 08/11/30 |
| 1478-1 | George S. Wright | ✓ 763 | 495 | | 07/29/30 |
| 1478-1 | Peters Trust Company | ✓ 763 | 492 | | 08/25/30 |
| 1478-1 | H. D. Eveland | ✓ 789 | 521 | | 05/22/34 |
| 1478-1 | The Governors of the Knights of Ak-Sar-Ben | ✓ 843 | 231 | | 11/17/38 |
| 1478-1 | Omaha and Council Bluffs Railway and Bridge Company and Omaha and Council Bluffs Street Railway Co. | ✓ 843 | 233 | | 11/17/38 |
| 1478-1 | Fred Thomsen | ✓ 896 | 124 | | 04/04/44 |
| 1478-1 | J. F. Wilcox and Sons | ✓ 896 | 121 | | 04/04/44 |
| 1478-1 | Simon Shyken | ✓ 896 | 123 | | 04/04/44 |
| 1478-1 | John Bekins | ✓ 896 | 110 | | 04/04/44 |
| 1478-1 | Ak-Sar-Ben Bridge Association | ✓ 1253 | 393 | | 02/26/60 |
| 1478-1 | Blue Star Produce, Inc. | ✓ 948 | 333 | | 10/01/46 |
| 1478-1 | Co. Bluffs Golf and Country Club | ✓ 948 | 321 | | 10/01/46 |
| 1478-1 | A. P. Campbell | ✓ 948 | 339 | | 10/01/46 |