

A S S I G N M E N T

KNOW ALL MEN BY THESE PRESENTS THAT

WHEREAS, NORTHERN NATURAL GAS COMPANY, a Delaware corporation, hereinafter sometimes referred to as "Northern," and PEOPLES NATURAL GAS COMPANY, a Delaware corporation, hereinafter sometimes referred to as "Peoples" entered into an Agreement on August 11, 1948, with the METROPOLITAN UTILITIES DISTRICT of Omaha, a quasi-municipal corporation created and existing under the laws of the State of Nebraska, hereinafter sometimes referred to as "District," whereby Northern and Peoples joined to grant District an option to purchase certain pipelines and distribution facilities which are located in certain areas south and west of the City of Omaha, which areas are hereinafter more specifically defined; and,

WHEREAS, as of May 31, 1952, Peoples was completely liquidated and dissolved, and Northern succeeded to all of the assets, liabilities and business of Peoples as of the date of said dissolution and liquidation; and,

WHEREAS, District has notified Northern of its desire to purchase those properties and acquire those rights subject to the option thus granted; and

WHEREAS, the Board of Directors of District duly passed a resolution on May 25, 1955, authorizing the purchase of the pipelines and distribution facilities as contemplated by said Agreement of August 4, 1948, together with some additional facilities, for a price mutually agreed upon by the parties

WHEREAS, included among the properties so sold and purchased are certain right-of-way grants and easement rights; and,

WHEREAS, Northern, concurrently with the execution of this instrument, is executing certain instruments of assignment, transfer and conveyance of various parcels of land, contracts, leases and permits pertaining to those properties which are the subject of this sale.



NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, Northern does hereby assign, transfer and deliver unto District, its successors and assigns, all of Northern's right, title and interest in and to all easements, rights-of-way, and other rights to lay pipelines and to locate distribution facilities, which easements, rights-of-way, or other rights pertaining to those pipelines and facilities which are the subject of a Bill of Sale from Northern to District of even date herewith and which are more specifically identified in Exhibit "A" attached hereto, which exhibit is incorporated herein and by this reference made a part hereof.

The respective documents by which Northern acquired the rights herein assigned to District shall each be delivered and assigned to the District in manner and form to comply with the laws of the State of Nebraska so as to permit the recording of said assignments with the proper recorder of such instruments.

TO HAVE AND TO HOLD from and after 8:00 A.M. on June 1, 1955 said easements, rights-of-way and other rights to District, its successors and assigns forever.

Northern hereby covenants that it is lawfully seized and in possession of said rights-of-way, easements and other rights and that it has good right and lawful authority to assign and transfer the same; PROVIDED, HOWEVER, that Northern does not warrant title or right in and to any easements or rights-of-way not in actual use on June 1, 1955.

IN WITNESS WHEREOF, Northern has caused its corporate name to be hereunto subscribed by its Vice President and its corporate seal to be affixed by its Assistant Secretary, this 1st day of June, 1955.

NORTHERN NATURAL GAS COMPANY



By Ray L. Harrison
Vice President

Attest: McKullough
By Assistant Secretary

(Corporate Seal)

STATE OF NEBRASKA)
) SS
COUNTY OF DOUGLAS)

Before me, the undersigned, a Notary Public in and for said County and State on this day personally appeared Roy L. Harrison and M. C. Kullbom, Vice President and Assistant Secretary of NORTHERN NATURAL GAS COMPANY, a corporation, personally known to me to be the persons and officers whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same as the act and deed of said corporation for the purposes and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this 1st day of June, 1955.

Ralph P. Blodgett
Notary Public

(S E A L)



Right of way agreement from Pacific Heights Corporation to Northern Natural Gas Company operating as Peoples Natural Gas division dated July 22, 1954 covering high pressure gas lines across the rear 25 feet of: Lots 1, 2, 3, 4 and 5, Block 14 and Lots 1, 2, 3, 4, 5 and 6, Block 13, Sunset Hills Sub-division, Douglas County, Nebraska, recorded in Book 295 of Miscellaneous, Page 7.

Right of way agreement from Pacific Heights Corporation to Northern Natural Gas Company operating as Peoples Natural Gas division, dated June 30, 1954 covering a tract of land out of Lot 1, Block 14, Sunset Hills, Douglas County, Nebraska, described by metes and bounds as follows: Commencing at the Southeast corner of said Lot 1, thence North 28 feet; thence West 81 feet; thence South 28 feet; thence East 81 feet to the point of beginning, recorded in Book 295 of Miscellaneous, Page 5.

Right of way agreement from Pacific Heights Corporation to Northern Natural Gas Company operating as Peoples Natural Gas division dated July 22, 1954 covering high pressure lines across the rear 25 feet of: Lots 1, 2, 3, 4, 5, 6 and 7 in Block 13; Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11 and 12 in Block 12; and Lots 1, 2, 3, 4, 5 and 6 in Block 6, Happy Hollow Hills Sub-division, Douglas County, Nebraska, recorded in Book 295 of Miscellaneous, Page 9.

Right of way agreement from Pacific Heights Corporation to Northern Natural Gas Company operating as Peoples Natural Gas division dated June 30, 1954 covering a tract of land out of Lot 12, Block 12, Happy Hollow Hills, Douglas County, Nebraska, described by metes and bounds as follows: Commencing at the Northwest corner of said Lot 1, thence South 81 feet; thence East 28 feet; thence North 81 feet; thence West 28 feet to the point of beginning, recorded in Book 295 of Miscellaneous, Page 3.

Right of way agreement from Carl W. Renstrom to Northern Natural Gas Company operating as Peoples Natural Gas division dated May 14, 1954 covering a tract of land consisting of 40 acres in the Northwest Quarter (NW $\frac{1}{4}$) of the Northeast Quarter (NE $\frac{1}{4}$) of Section 28, Township 15, Range 12, Douglas County, Nebraska, and a tract of land consisting of 26 acres in part of the Southwest Quarter (SW $\frac{1}{4}$) of the Northeast Quarter (NE $\frac{1}{4}$) and part of the Southeast Quarter (SE $\frac{1}{4}$) of the Northwest Quarter (NW $\frac{1}{4}$) lying North of Papio Creek, Section 28, Township 15, Range 12, Douglas County, Nebraska, recorded in Book 288 of Deeds, Page 122.

Right of way agreement from Marshall Nurseries to Peoples Natural Gas Company dated October 22, 1940 covering the North Half (N $\frac{1}{2}$) of the Northeast Quarter (NE $\frac{1}{4}$) of the Northeast Quarter (NE $\frac{1}{4}$) of Section 34, Township 15 North, Range 12 East, Douglas County, Nebraska, recorded in Book 153 of Miscellaneous, Page 112.

Right of way agreement from Globe Realty Company to Northern Natural Gas Company operating as Peoples Natural Gas division dated June 8, 1954 covering the North 16 feet of the Northwest Quarter (NW $\frac{1}{4}$) of the Northeast Quarter (NE $\frac{1}{4}$) of Section 34, Township 15, Range 12, Douglas County, Nebraska, recorded in Book 947 of Deeds, Page 509.

Range 12, Douglas County, Nebraska, described as follows: Commencing at a point 33 feet East and 232 feet North of the center of said Section 22; thence North 3 feet; thence East 8 feet; thence South 3 feet; thence West 8 feet to the point of beginning, recorded in Book 149 of Miscellaneous, Page 288.

Easement from Laurance H. Myers et ux to Peoples Natural Gas Company dated February 1, 1952 covering a tract of land out of Lot 1, Block 5, Westchester, Douglas County, Nebraska, described by metes and bounds as follows: Commencing at the Southwest corner of said Lot 1, thence North 10 feet; thence East 10 feet; thence South 10 feet; thence West 10 feet to the point of beginning, recorded in Book 268 of Miscellaneous, Page 115.

Easement from the Westchester Realty Company to Northern Natural Gas Company operating as Peoples Natural Gas division dated October 1, 1952 covering a tract of land in Douglas County, Nebraska, described by metes and bounds as follows: Commencing at the Northwest corner of Lot 5, Block 9, Westchester, an addition in Douglas County, Nebraska:—thence East 10 feet; thence North 10 feet; thence West 10 feet; thence South 10 feet to the point of beginning, recorded in Book 274 of Miscellaneous, Page 154.

Easement from John G. Schmitz et ux to Northern Natural Gas Company operating as Peoples Natural Gas division dated October 18, 1952 covering a tract of land situated in the Northwest corner of Lot 1, Block 1, Broadmoor Heights, Section 22, Township 15 North, Range 12 East, Douglas County, Nebraska, described as follows: Commencing at the Northwest corner of said Lot 1, then East a distance of 8 feet, thence South a distance of 10 feet, thence West a distance of 8 feet, thence North along the West line of the lot a distance of 10 feet to the point of beginning, recorded in Book 274 of Miscellaneous, Page 170.

32. ENTERED IN NUMERICAL INDEX AND RECORDED IN THE REGISTER OF DEEDS OFFICE IN DOUGLAS COUNTY, NEBRASKA, 3 DAY June 1955 AT 5:08 P.M. THOMAS B'CONNOR, REGISTER OF DEEDS 24.05