

INDENTURE

THIS INDENTURE WITNESSETH, That the Grantor, Peoples Natural Gas Company, a corporation, duly organized and existing under the laws of the State of Delaware, for and in consideration of the surrender to it for cancellation of 20 thousand shares of its capital stock, being all of its issued and outstanding capital stock (which, prior to the close of business on May 31, 1952, was wholly owned by Northern Natural Gas Company, hereinafter sometimes named and described as Grantee,) and the further assumption by said Northern Natural Gas Company and its agreement to pay and discharge all existing liabilities and indebtedness of Grantor and to carry out and perform all of the obligations of Grantor, does hereby, as of the close of business on May 31, 1952, grant, bargain, sell, convey, warrant, assign, set over, transfer and deliver to Northern Natural Gas Company, a Delaware corporation, (operating as Peoples Natural Gas division) as a distribution of its property in complete liquidation, all and singular, the properties of every kind and description, real, personal and mixed, and wheresoever situated, belonging to Grantor, including all rights, privileges, licenses, franchises, permits, easements, leaseholds, contracts, merchandise, supplies, ~~interstate gas distributing systems, accounts and receivable, cash in treasury or in bank, and all other~~ properties and interests owned, held or possessed by Grantor, including, but without restriction of the generality of the foregoing, the rights and interests in real property acquired and possessed under the instruments identified and recorded as follows:

DOUGLAS COUNTY, NEBRASKA

GRANTOR	INSTRUMENT DATE	RECORDING DATA		
		BOOK	PAGE	DATE
Catharina Glissman, widow	8-17-40	148 Misc.	233	8-30-40
A. J. Love, et ux	8-9-40	148 Misc.	235	8-30-40
Nineteenth Street Realty Company	9-20-40	149 Misc.	31	9-24-40
Leo B. Bozell, et ux	9-19-40	149 Misc.	27	9-24-40
F. C. Meyer, et ux	8-8-40	148 Misc.	237	8-30-40
Gordon Company	8-21-40	148 Misc.	239	8-30-40
Orlow L. Hart, et ux	8-17-40	148 Misc.	241	8-30-40
O. G. Dagerman, et ux	8-2-40	148 Misc.	243	8-30-40
Joseph M. Ihm, et ux	8-2-40	148 Misc.	245	8-30-40
Robert McArdle, et ux; et al	8-17-40	150 Misc.	33	10-26-40
McArdle Estate, et al	8-2-40	148 Misc.	247	8-30-40
Dorothy M. Mach and John, her husband	8-10-40	148 Misc.	249	8-30-40
Henry E. Hubermann, et ux	8-19-40	148 Misc.	251	8-30-40
Leonard H. Allen	8-6-40	148 Misc.	193	8-30-40
Chester J. Dagerman, et ux; et al	8-2-40	148 Misc.	195	8-30-40
G. T. Kuehl, et ux	8-2-40	148 Misc.	197	8-30-40
John C. Kuehl, et ux	8-2-40	148 Misc.	199	8-30-40
Father Flanagan's Boys' Home	8-14-40	148 Misc.	201	8-30-40
Lyle S. Hanes, et ux	5-11-50	252 Misc.	672	5-31-50
James Le Roy Welsh, Jr.	5-11-50	252 Misc.	671	5-31-50
Ford Equipment Company	6-10-49	244 Misc.	619	7-15-49
Northwestern Steel Works, Inc.	5-16-49	243 Misc.	545	6-8-49
Byron C. Pflug	5-12-49	243 Misc.	535-6	6-8-49
Fruehauf Realty Corporation	4-29-49	243 Misc.	53	5-13-49
Leo B. Bozell, et ux	9-20-40	149 Misc.	26	9-24-40
Cargill Nebraska Company	12-3-46	220 Misc.	371	2-20-47

DOUGLAS COUNTY, NEBRASKA

GRANTOR	INSTRUMENT DATE	RECORDING DATA		
		BOOK	PAGE	DATE
Mayme Dagerman and Oscar, her husband	1-15-47	220 Misc.	231	2-11-47
Lawrence C. Dickinson, et ux	8-13-41	159 Misc.	137	9-8-41
James A. Donohoe, et ux	7-12-46	220 Misc.	232	2-11-47
Mark T. Hyslop, et ux	8-28-46	220 Misc.	235	2-11-47
Harold J. Lippold, et ux	7-12-46	220 Misc.	237	2-11-47
Marshall Nurseries	10-22-40	153 Misc.	112	2-21-41
J. C. Robinson Seed Company	10-1-51	265 Misc.	277	10-30-51
Bernard Behrendt, et ux	3-23-46	212 Misc.	67	5-24-46
Ruby Andersen, single	2-27-46	212 Misc.	69	5-24-46
A. Doris Akerlund	2-22-46	212 Misc.	71	5-24-46
Burt W. Fallon, et ux	2-25-46	212 Misc.	65	5-24-46
Emily A. Harrier	3-26-31	105 Misc.	563	4-18-31
Dr. G. A. Harris, et ux	9-2-39	111 Misc.	122	12-4-39
Bengt Jacobsen, single	10-30-39	111 Misc.	121	12-4-39
Mons Johnsen, single	9-2-39	111 Misc.	123	12-4-39
The Valley State Bank	3-9-32	97 Misc.	323	3-16-32
Gus H. Nelson	8-5-38	132 Misc.	97	8-8-38
Jack Boggan, et ux	11-1-31	98 Misc.	209	11-12-31
Margaret Fallon, widow	11-4-31	98 Misc.	276	11-27-31
J. C. Rahel, et ux	9-21-40	149 Misc.	115	10-1-40
Daniel C. Cary, et ux	9-18-40	149 Misc.	113	10-1-40
Frank Stanbery, et ux	10-4-40	149 Misc.	288	10-8-40
Laurance H. Meyers, et ux	2-1-52	268 Misc.	115	3-7-52
Emma Johnson, et al	5-26-52	271 Misc.	117	7-9-52
Ralston Investment Company	7-8-38	655 Deeds	520	9-9-38
George Crook, single	11-3-31	590	43	11-12-31

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GRANTOR	INSTRUMENT DATE	RECORDING DATA		
		BOOK	PAGE	DATE
William C. Hooper	10-13-31	590	10	10-15-31
L. E. Morris, et ux	10-6-31	590	5	10-10-31
William F. Rice, et ux	10-7-31	590	4	10-10-31
Arthur C. Grabow, et ux	4-11-52	269 Misc.	239	4-25-52
S. J. Cullingham	11-29-51	267 Misc.	271	2-1-52
Northern Natural Gas Company	7-27-48	240 Misc.	495	2-3-49

TO HAVE AND TO HOLD all of said properties, rights and interests, hereby conveyed, transferred, assigned and set over, unto the said Northern Natural Gas Company, its successors and assigns, forever. Grantor does hereby covenant with said Northern Natural Gas Company, its successors and assigns, that it is lawfully seized of said properties, rights and interests; that they are free from encumbrances; that it has good right and lawful authority to sell and transfer the same; and that it will warrant and defend the same unto the said Northern Natural Gas Company, its successors and assigns, forever, against the lawful claims of all persons whomsoever, except, however, such existing liabilities and indebtedness of Grantor which, as a part of the consideration for this conveyance, are assumed by said Northern Natural Gas Company in the granting clause hereof.

IN WITNESS WHEREOF, the Grantor, the said Peoples Natural Gas Company, has caused these presents to be duly executed in its corporate name and behalf, and its corporate seal to be hereto affixed and attested by its Vice President and its Assistant Secretary on this 18th day of October, 1954.

In the presence of:

[Signature]
[Signature]

PEOPLES NATURAL GAS COMPANY

By [Signature]
 Vice President

ATTEST: [Signature]
 Assistant Secretary

STATE OF NEBRASKA)
COUNTY OF DOUGLAS) SS

On this 18th day of October, 1954, before me
appeared Ray L. Harrison to me
personally known, who being by me duly sworn did say that he is Vice
President of PEOPLES NATURAL GAS COMPANY, a Delaware corporation; that
the seal affixed to the foregoing instrument is the corporate seal of
said corporation and that said instrument was executed on behalf of said
corporation by authority of its Board of Directors and stockholders,
respectively, and the said Ray L. Harrison
acknowledged said instrument to be the free act and deed of said corpo-
ration.

James C. Seal
Notary Public

My Commission Expires
August 18, 1957

Notary Public Seal
St. 9, 584