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REGISTER OF DEEDS

2012 APR -9 AM 9:47

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LIBER 44143 PAGE 449
\$13.00 MISC RECORDING
\$4.00 REMONUMENTATION
05/03/2012 12:09:46 P.M. RECEIPT# 43104
PAID RECORDED - OAKLAND COUNTY
BILL BULLARD JR, CLERK/REGISTER OF DEEDS

PARTIAL ASSIGNMENT OF EASEMENT RIGHTS

The Detroit Edison Company, a Michigan corporation of One Energy Plaza, Detroit, Michigan 48226 ("EDISON"), for good and valuable consideration hereby conveys, assigns and quitclaims to International Transmission Company, a Michigan corporation of 27175 Energy Way, Novi, Michigan 48377 ("ITC"), its successors and assigns, forever, certain easement rights, described herein, on property located in Oakland County, Michigan, which easement rights were granted to EDISON by an Easement For Overhead and Underground Electric Wires (the "Easement") by GENERAL MOTORS CORPORATION ("GM"), dated September 15, 1995 and recorded October 19, 1995 in Liber 15758, Page 119, Oakland County Register of Deeds.

It is understood that the above-referenced Easement may accommodate both transmission facilities (120 kV or higher) and distribution facilities (less than 120 kV). EDISON reserves unto itself, its successors and any future assignees, those easement rights relating to such distribution facilities, including all tree trimming and vegetation management rights, if any. Therefore, this assignment shall only assign the easement rights relating to the transmission facilities and related purposes, including internal communication facilities (collectively, the "ITC Rights") and ITC takes these rights subject to the right of EDISON to utilize the easements for distribution and related purposes, including tree trimming and vegetation management purposes, if any.

ITC hereby agrees to accept all obligations of Edison under the Easement to the extent such obligations arise from the ITC Rights, including, but not limited to, the payment of taxes, provision of insurance and indemnification of GM, and ITC shall defend, indemnify and hold Edison harmless for such obligations.

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EDISON covenants and agrees that (1) EDISON has the lawful right to transfer said easement rights, and (2) EDISON has not, through its own act or omission, impaired the transferability of said easement rights.

The assignment of said easement rights shall be subject to all interests, agreements and encroachments currently existing on the property encumbered by the Easement and is exempt from real estate transfer taxes pursuant to MCLA 207.505(f) and MCLA 207.526(f).

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IN WITNESS WHEREOF, EDISON has caused this instrument to be executed by its duly authorized officer this 19 day of March, 2012.

THE DETROIT EDISON COMPANY

By: *Florence D. Washington*
Florence D. Washington
Its: Supervisor, Corporate Real Estate

INTERNATIONAL TRANSMISSION COMPANY

By: *Christine Mason Soneral*
Christine Mason Soneral
Its: Vice President and General Counsel-Utility Operations

Acknowledged before me in Wayne County, Michigan, on March 19, 2012, by Florence D. Washington, Supervisor, Corporate Real Estate of the Detroit Edison Company, a Michigan corporation, for the corporation.

DIANE L. FRANCISCO
NOTARY PUBLIC, STATE OF MI
COUNTY OF MACOMB
MY COMMISSION EXPIRES Feb 17 2016
ACTING IN COUNTY OF Wayne

Notary's Stamp _____ Notary's Signature *Diane L. Francisco*
(Notary's name, county and date commission expires)

Acknowledged before me in Oakland County, Michigan, on MARCH 26, 2012, by Christine Mason Soneral, Vice President and General Counsel-Utility Operations, of International Transmission Company, a Michigan corporation, for the corporation.

LINDA E. SWEENEY
NOTARY PUBLIC, STATE OF MI
COUNTY OF WAYNE
MY COMMISSION EXPIRES Feb 16 2016
ACTING IN COUNTY OF OAKLAND

Notary's Stamp _____ Notary's Signature *Linda E. Sweeney*
(Notary's name, county and date commission expires)

Drafted by: William L. Logan, 313 Droste, East Lansing, MI 48823
Return to: Elaine Clifford, 27175 Energy Way, Novi, MI 48377