

GRANT OF EASEMENT

This Grant of Easement is made this 20th day of December, 1988 by and between ITT CORPORATION, a Delaware corporation, whose address is 320 Park Avenue, New York, NY 10022 ("Grantor") and THE DETROIT EDISON COMPANY, a Michigan corporation, whose address is 2000 Second Avenue, Detroit, Michigan 48226 ("Grantee").

(1)

RECITALS

4436 REG DEEDS FILE
1001 FEE...
1378 W... LEAD

A. Grantee desires to obtain an easement for the purpose of construction, reconstruction, modification, installation, operation, maintenance, repair and replacement of underground electrical facilities and two above-ground primary switch cabinets required to provide electric service ("Electrical Facilities") to property owned by Grantor in the City of Auburn Hills, County of Oakland, State of Michigan.

B. The easement shall be in the location set forth on Exhibit A attached hereto and made a part hereof ("Easement Area") and the Easement Area and primary switch cabinets are shown on the drawing attached hereto as Exhibit B. The Easement Area is 20 feet in width by 22 feet in length.

C. Grantor is willing to grant such an easement on the terms and conditions hereinafter set forth.

NOW, THEREFORE, for good and valuable consideration of system betterment, the parties agree as follows:

1. Grantor hereby grants and conveys to Grantee a non-exclusive easement over, under and through the Easement Area for the purpose of the construction, reconstruction, modification, installation, operation, maintenance, repair and replacement of the Electrical Facilities.

10/11/88

2. Any construction, reconstruction, modification, installation, maintenance, repair and replacement of the Electrical Facilities by Grantee shall be performed as expeditiously as possible so as to minimize any interference with the use of Grantor's adjoining land and the adjoining public and private roads and rights-of-way, and Grantee shall restore the surface of the Easement Area to a condition as good as or better than it was prior to such construction, reconstruction, modification, installation, maintenance, repair and replacement.

3. Grantee shall maintain, operate, repair and replace the Electrical Facilities so that the same shall always be in good condition and so as to avoid any adverse consequences to the Easement Area and the surrounding land.

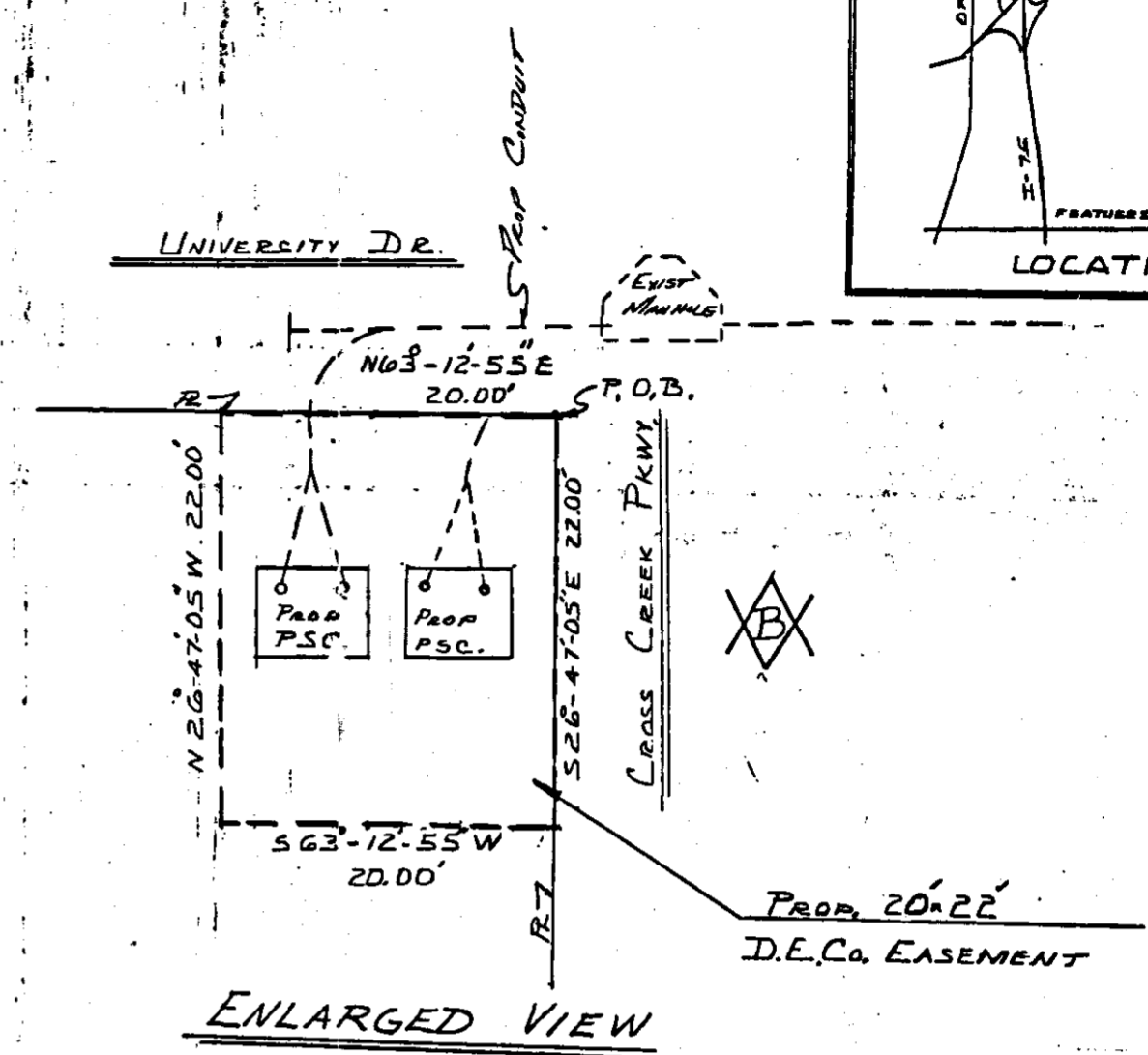
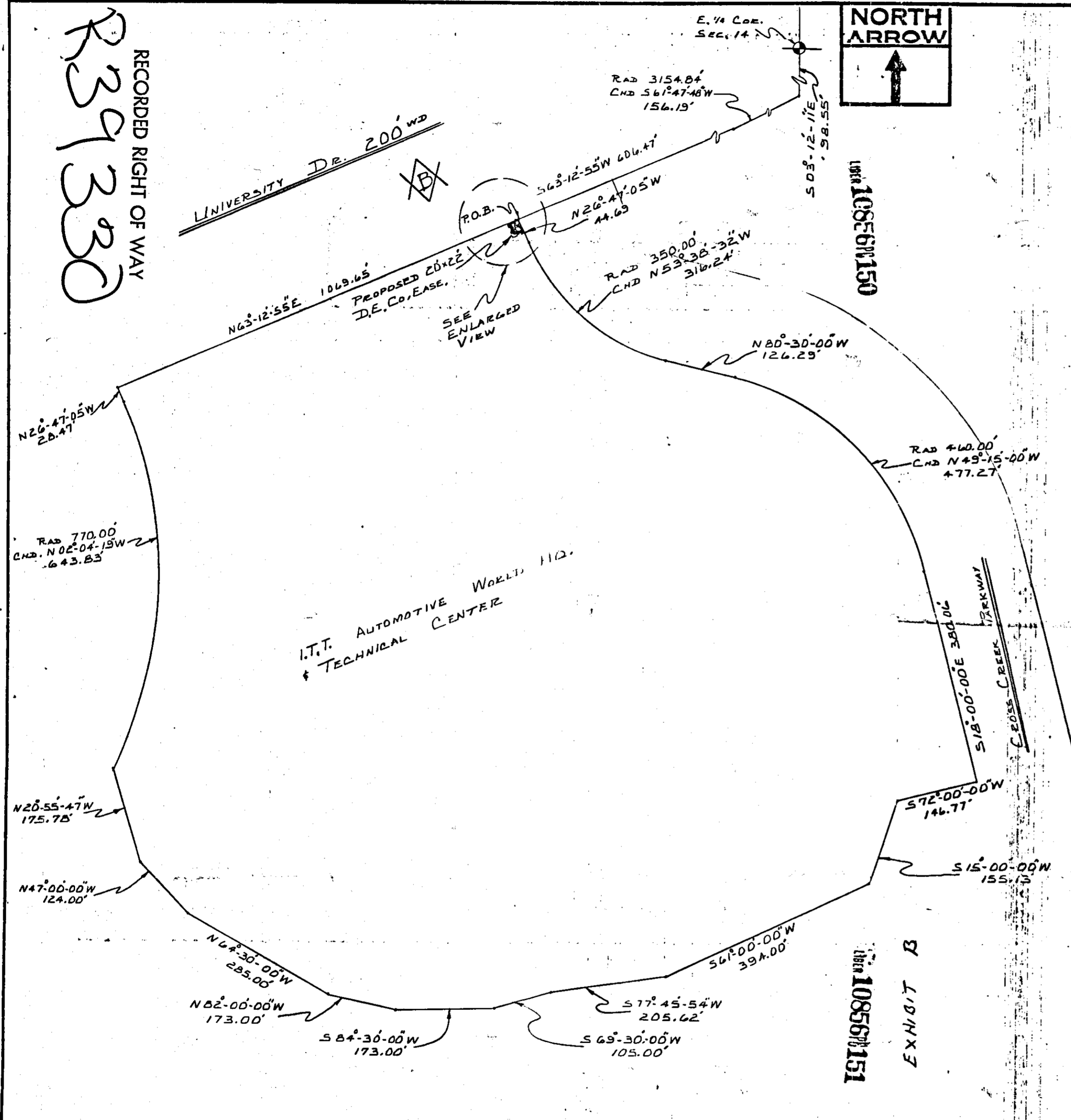
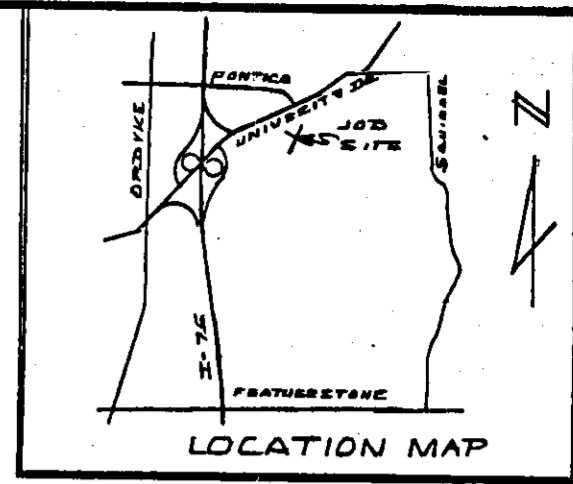
4. Grantor hereby reserves the right to locate other utilities in the Easement Area consistent with good engineering practices so long as the same do not interfere with Grantee's rights and obligations hereunder. The parties

RECORDED RIGHT OF WAY NO. 59330

19.00

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R391330
RECORDED RIGHT OF WAY



FOR R/IW USE ONLY

LIBER 108561150

LIBER 108561148

LIBER 108561151

LIBER 108561149

EXHIBIT B

Q.F.W. 8JF4A8/H01

CARTER SUB

JOB 88-110

LATEST REVISION
B

NOTE REVISIONS: RETURN TO UNDERGROUND LINES DEPT. ALL PRINTS MADE PREVIOUS TO LAST REVISION	REFERENCE	DATE	DRAWN	OK	APPROVED
B CHANGE OF EASEMENT SIZE FROM 18x22 TO 18x22 1/2	A CHANGE OF EASEMENT SIZE FROM 18x22 TO 18x22 1/2		LAG	RAG	7-28-88
				RAB	7-28-88

PROPOSED 18x22' D.E., Co. EASE. FOR PSC TO SERVE I.T.T. CITY OF AUBURN HILLS DAKLAND CO

THE DETROIT EDISON COMPANY
TRANSMISSION AND DISTRIBUTION DEPT. DETROIT, MICH.
SCALE: NONE PRINTED: [] UI-2-3450

LAG 9-7-88

PON-54

DE FORM UL41 (889) PTG. 11-85F

R 39330

RECORDED RIGHT OF WAY NO. 39330