IOWA STATE BAR ASSOCIATION
Official Form No. 117

FOR THE LEGAL EFFECT OF THE USE OF THIS FORM, CONSULT YOUR LAWYER

BILL OF SALE

Know All Men by These Presents: That CENTRAL IOWA POWER COOPERATIVE of Linn County, State of Iowa in consideration of the sum of One dollar ($1.00) and other valuable consideration Dollars, does hereby sell, assign, transfer and set over unto Interstate Power Company of _____ County, State of Iowa, the following described personal property, to-wit:

A 0.52 mile electric transmission line in one segment of 36,230 volts (34,500 volts) located in Delaware County, Iowa along the route described in Exhibit "A" and shown on Exhibit "B", both attached hereto and by this reference made a part hereof, including all poles, conductors, anchors, guys, and other hardware facilities, and equipment attached thereto and comprising part of said transmission line;

which is now located at as described in Exhibits "A" and "B"
in the possession of Central Iowa Power Cooperative

The above named Buyer does hereby assent to becoming the owner of the above described property.

Words and phrases herein, including acknowledgement hereof, shall be construed as in the singular or plural number, and as the appropriate gender, according to the context.

Signed this 15th day of March, 19 93.

CENTRAL IOWA POWER COOPERATIVE

By: James Wendstrand
President James Wendstrand

By: Dale R. Newman
Secretary Dale R Newman

STATE OF IOWA, _____ COUNTY, ss:

On this _____ day of _____, A.D. 19 ____, before me, the undersigned, a Notary Public in and for said County and State, personally appeared _____

to me known to be the identical persons named in and who executed the foregoing instrument, and acknowledged that they executed the same as their voluntary act and deed.

_____, Notary Public in and for said County and State

FILE No. 20-2857
RECORDING FEE $ 21.00
TRANSFER FEE $ _____

FILED FOR RECORD THE 22 DAY OF Mar, 1994 AT 10:59 O'CLOCK A. M. BOOK 13 PAGE 216

STATE OF IOWA, DELAWARE COUNTY
Deborah L. Peyton, Recorder
CM CM 31

ACKNOWLEDGEMENT (CORPORATE)

STATE OF IOWA,

County of Linn } ss:

On this 15th day of March, A.D., 19 93, before me, the undersigned, a Notary Public in and for said County and State, personally appeared James Wendstrand and Dale Newman, to me personally known, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of said corporation; that ~~(no seal has been procured by the said)~~ corporation; that said instrument was signed (and sealed) (the seal affixed thereto is the seal of said) on behalf of said corporation by authority of its Board of Directors; and that the said President and Secretary as such officers acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by them voluntarily executed.

MICHAEL P. JOINT Iowa NOTARIAL SEAL

MICHAEL P. JOINT, Notary Public in and for said County and State

20-2857

BILL OF SALE

FROM

Central Iowa Power

Corporation

TO

Interstate Power Company

STATE OF IOWA } ss.
County

Filed for record this ____ day of ____ A.D. 19 ____

at ____ o'clock ____ M., and recorded

in Book ____ of ____

on Page ____

of ____ County Records.

Recorder.

Deputy.

Fees, $ ____

When Recorded Return to

Interstate Power Co

P O Box 769 Dubuque, IA 52004-0769

INDEXED IN
CHATTEL MTG. INDEX

[illegible] COUNTY IOWA
FILED
'94 MAR 22 AM 10 59
BOOK 13 PAGE 216
RECORDER
$21.00

EXHIBIT "A"

36,230 (34,500 nominal) volts, three phase, delta connected

Beginning at a point on private right-of-way near the Southeast (SE) corner of the south (S) line of the north half (N 1/2) of the Northeast Quarter (NE 1/4) of Section Eight (8), Township Eighty-nine (89) north, Range Three (3) west of the 5th P.M., Delaware County, Iowa, thence east crossing a north-south county road and continuing east on private property into Section nine (9), said township and range to a point located near the southeast (SE) corner of the south (S) line of the north half (N 1/2) of the Northwest Quarter (NW 1/4) of Section Nine (9) said township and range, a distance of fifty-two hundredths (0.52) mile.

Total distance - all segments - .52 miles

a:\mpj\segment2

R-4-W

R-3-W

T-89-N

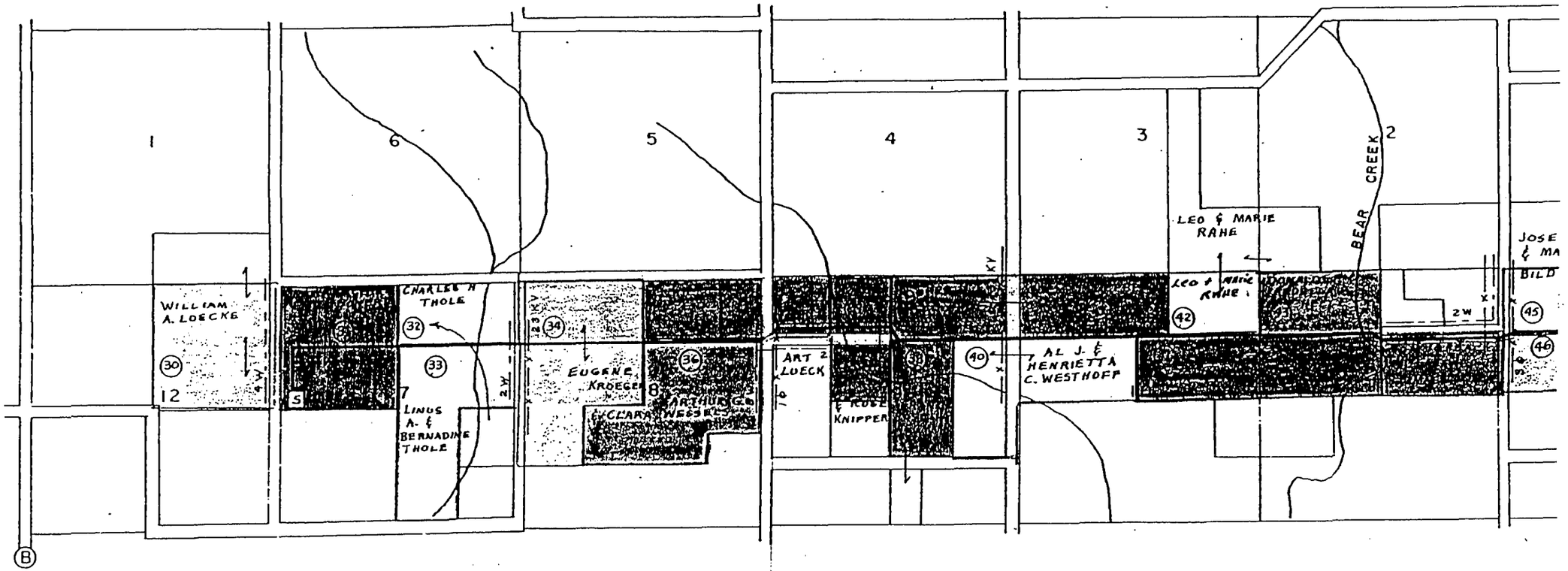


EXHIBIT "B"

EXHIBIT "B"

CODE

PROPOSED 34.5 KV TRANSMISSION LINE

ROAD

SECTION & PROPERTY LINE

RAILROAD

FOREIGN POWER LINE

COMMUNICATION LINE

PIPE LINE

[S] PROPOSED SUBSTATION

N