Del. County Abstract Co. V

'96 AUG 8 PM 4 82
131 PAGE 70
L. PEYTON
RECORDER
#59.00

147-649
DELAWARE COUNTY IOWA
FILED

Prepared By: DOUGLAS P. EVANSON 911 Main Street, Suite 3000 Kansas City MO 64105

STIPULATION AND RELEASE

WHEREAS, Missouri Public Service Corporation, a corporation duly organized and existing under the laws of the State of Delaware, (predecessor of UtiliCorp United Inc. originally named Missouri Public Service Company, a corporation, duly organized and existing under the laws of the State of Delaware) by its Restatement of Indenture of Mortgage dated as of January 1, 1946, and the Thirty-one Supplemental Indentures thereto recorded on March 4, 1986 in the Recorder's Office within and for the County of Delaware, State of Iowa, in Book 100 at Page 1 as Document 314-2155, conveyed to Commerce Bank of Kansas City, N.A., Kansas City, Missouri, Trustee, the property therein described to secure the payment of the principal of and the interest on the bonds described in said Indenture of Mortgage;

AND WHEREAS, said Missouri Public Service Company executed the following Supplemental Indentures to said Commerce Bank of Kansas City, N.A., Trustee, to secure the payment of the principal of and interest on the bonds described in said Supplemental Indentures:

Thirty-second Supplemental Indenture dated February 15, 1986, recorded on March 4, 1986 in the Recorder's Office in said County and State in Book 100 at Page 2 as Document 314-2156.

AND WHEREAS, said UtiliCorp United Inc., a Delaware corporation, executed the following Supplemental Indenture to said Commerce Bank of Kansas City, N.A., Trustee, to assume the obligations under the Indenture dated as of January 1, 1946 and the aforesaid Supplemental Indentures and to secure the payment of the principal of and interest on the bonds outstanding thereunder:

Thirty-fourth Supplemental Indenture dated April 1, 1987, recorded on April 16, 1987 in the Recorder's Office in said County and State in Book 103 at Page 6 as Document 88-2469.

AND WHEREAS, said UtiliCorp United Inc., a Delaware corporation, executed the following Supplemental Indenture to Commerce Bank of Kansas City, N.A., Resigning Trustee, and UMB Bank, N.A. (formerly United Missouri Bank of Kansas City, N.A.), Successor Trustee, to effect a change in the trustee under the Indenture dated as of January 1, 1946, and the aforesaid Supplemental Indentures and to secure the payment of the principal of and interest on the bonds outstanding thereunder:

Thirty-fifth Supplemental Indenture dated September 15, 1988, recorded on October 27, 1988 in the Recorder's Office in said County and State in Book 107 at Page 3 as Document 209-947.

NOW THEREFORE, United Missouri Bank of Kansas City, N.A., Trustee under the aforesaid Indenture of Mortgage and Supplemental Indentures, for and in consideration of the premises and by virtue of the power in it vested under the aforesaid Indenture of Mortgage and Supplemental Indentures, and in consideration of the premises and sum of One Dollar ($1.00) paid by the Company, does hereby remise, release, discharge, and quit-claim unto the said UtiliCorp United Inc., its successors and assigns forever, all right, title and interest in the following described property, lying, being and situated in the County of Delaware and State of Iowa as listed on Exhibit A attached hereto:

TO HAVE AND TO HOLD the same free, clear and discharged from the lien and effect of said Indenture of Mortgage and said Supplemental Indentures.

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IN WITNESS WHEREOF, UMB Bank, N.A. (formerly United Missouri Bank of Kansas City, N.A.), Kansas City, Missouri, Trustee, has caused this instrument to be signed in its name and behalf by its duly authorized officer, and its corporate seal to be hereunto affixed and attested by its Secretary, on this 21st day of July, 1996.

UMB Bank, N.A., Trustee

By _____
Vice President
FRANK C. BRAMWELL

ATTEST:

_____
Assistant Secretary

STATE OF MISSOURI)
)
COUNTY OF JACKSON)

On this 29th day of July, 1996, before me appeared FRANK C. BRAMWELL to me personally known, who, being by me duly sworn, did say that he is a Vice President of UMB Bank, N.A., a national banking association described in and which executed the foregoing instrument, and that the seal affixed to the foregoing instrument is the association seal of said national banking association, and that said instrument was signed and sealed on behalf of said national banking association by authority of its board of directors, and said FRANK C. BRAMWELL acknowledged said instrument to be the free act and deed of said national banking association.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in Kansas City, Missouri, the day and year last above written.

Linda Wilson
Notary Public in and for
Said County and State

My term expires:



LINDA WILSON
Notary Public - State of Missouri
JACKSON COUNTY
My Commission Expires 7/12/2000

Exhibit A

The following described property located in Delaware County, Iowa to wit:

The east two-thirds of lot Eighty-two (82), Delaware County, Manchester, Iowa.