

**CORPORATE WARRANTY DEED**

KNOW ALL MEN BY THESE PRESENTS: THAT THE CINCINNATI GAS & ELECTRIC COMPANY, a corporation organized and existing under the laws of the State of Ohio ("Grantor"), for and in consideration of ~~Two hundred Eleven Thousand, Two Hundred thirty~~ *Two hundred Eleven Thousand, Two Hundred thirty* ~~Six Hundred Sixty Six and 70/100~~ *(\$211,396,666.39)* and other good and valuable considerations paid by THE UNION LIGHT, HEAT AND POWER COMPANY organized and existing under the laws of the Commonwealth of Kentucky ("Grantee"), whose tax-mailing address is 1000 East Main Street, Plainfield, Indiana 46168, the receipt hereof is hereby acknowledged, for itself, its successors and assigns does hereby Grant, Bargain, Sell and Convey to the said Grantee, its successors and assigns forever, its undivided sixty-nine percent (69%) ownership interest (which is held jointly as tenants in common with The Dayton Power & Light Company) in 708.086 acres at the East Bend Generating Station, further described herein below; further Grantor, for itself, its successors and assigns does hereby Grant, Bargain, Sell and Convey to Grantee, its one hundred percent (100%) ownership interest in 2.104 acres; to wit: Grantor's total conveyance to Grantee of its respective interests as set forth herein above is

710.190 acres as further described herein below ("REAL ESTATE"):

*Group 2059*

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A tract of land being part of Parcel 1 recorded in Deed Book 303, Page 253, and being a 1509.062 acre tract of land lying generally south of Kentucky State Route 338 and Rabbit Hash-Big Bone Road in Boone County, Commonwealth of Kentucky.

The corner points between the courses embracing the tract of land are numbered for reference, convenience and clarity of describing said parcel. The coordinate values of said points are based on the State Plane Coordinate Grid System, Kentucky North Zone. The coordinate values of each point and the bearing and distance of each course between the points are shown in a tabular form on sheet 2 of the plat of survey.

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The parcel of land is more particularly described as follows:

Commencing at Point 42 as shown on the plat of survey, said point marks the intersection of the southerly right of way line of Kentucky State Route 338, as now improved, with the westerly boundary line of the property conveyed to The Cincinnati Gas & Electric Company and The Dayton Power and Light Company by deed recorded in Deed Book 229, Page 225, Boone County Clerk's Office; thence along the southerly right-of-way line of Kentucky State Route 338, the following eleven (11) courses: 1) along the arc of a curve deflecting to the left 137.63 feet to Point 43 (said curve has a radius of 2,895.00 feet and is subtended by a chord which bears South 62°08'40" East for a distance of 137.62 feet); 2) South 63°30'07" East 42.14 feet to Point 44; 3) South 26°29'17" West 10.00 feet to Point 45; 4) South 63°30'43" East 90.00 feet to Point 46; 5) North 26°29'17" East 10.00 feet to Point 47; 6) South 63°30'22" East 255.82 feet to Point 48; 7) along the arc of a curve deflecting to the left 197.23 feet to Point 49 (said curve has a radius of 1,940.00 feet and is subtended by a chord which bears South 66°25'04" East for a distance of 197.14 feet); 8) South 20°39'32" West 15.00 feet to Point 50; 9) along the arc of a curve deflecting to the left 153.53 feet to Point 51 (said curve has a radius of 1,955.00 feet

and is subtended by a chord which bears South 71°34'49" East for a distance of 153.49 feet); 10) North 16°12'19" East 10.00 feet to Point 52; and 11) along the arc of a curve deflecting to the left 79.08 feet to Point 5023, a set concrete monument, the **Real Point of Beginning** of this description (said curve has a radius of 1,945.00 feet and is subtended by a chord which bears South 74°59'43" East for a distance of 79.08 feet);

Thence continuing along the southerly right-of-way line of Kentucky State Route 338, as now improved, the following fifty eight (58) courses: 1) along the arc of a curve deflecting to the left 8.36 feet to Point 53 (said curve has a radius of 1,945.00 feet and is subtended by a chord which bears South 76°19'57" East for a distance of 8.36 feet); 2) South 76°24'26" East 252.32 feet to Point 54; 3) along the arc of a curve deflecting to the right 59.92 feet to Point 55 (said curve has a radius of 1,111.00 feet and is subtended by a chord which bears South 74°51'59" East 59.91 feet); 4) South 16°37'21" West 5.00 feet to Point 56; 5) along the arc of a curve deflecting to the right 264.84 feet to Point 57 (said curve has a radius of 1,106.00 feet and is subtended by a chord which bears South 66°27'20" East for a distance of 264.20 feet); 6) South 59°35'55" East 275.58 feet to Point 58; 7) North 30°24'48" East 5.00 feet to Point 59; 8) South 59°36'08" East 23.62 feet to Point 60; 9) along the arc of a curve deflecting to the left 493.28 feet to Point 62 (said curve has a radius of 1,181.00 feet and is subtended by a chord with bears South 71°34'04" East for a distance of 489.70 feet); 10) South 83°32'01" East 257.59 feet to Point 63; 11) North 06°25'43" East 5.00 feet to Point 64; 12) South 83°31'53" East 131.99 feet to Point 65; 13) along the arc of a curve deflecting to the left 277.34 feet to Point 66 (said curve has a radius of 603.00 feet and is subtended by a chord which bears North 83°18'18" East for a distance of 274.90 feet); 14) North 70°06'58" East 17.26 feet to Point 67; 15) along the arc of a curve deflecting to the right 91.85 feet to Point 68 (said curve has a radius of 490.90 feet and is subtended by a chord which bears North 75°30'11" East for a distance of 91.72 feet); 16) South 09°07'46" East 15.00 feet to Point 69; 17) along the arc of curve deflecting to the right 411.23 feet to Point 70 (said curve has a radius of 475.90 feet and is subtended by a chord which bears South 74°23'24" East for a distance of 398.55 feet); 18) South 40°20'02" West 10.00 feet to Point 71; 19) along the arc of a curve deflecting to the right 39.34 feet to Point 72 (said curve has a radius of 465.90 feet and is subtended by a chord which bears South 47°13'55" East for a distance of 39.33 feet); 20) South 44°48'56" East 224.18 feet to Point 73; 21) South 44°49'08" East 131.94 feet to Point 74; 22) North 45°12'10" East 10.00 feet to Point 75; 23) South 44°49'04" East 300.01 feet to Point 76; 24) South 45°11'21" West 30.00 feet to Point 77; 25) South 44°49'04" East 144.13 feet to Point 78; 26) along the arc of a curve deflecting to the left 6.64 feet to Point 79 (said curve has a radius of 648.00 feet and is subtended by a chord which bears South 45°03'40" East for a distance of 6.64 feet); 27) North 44°35'41" East 30.00 feet to Point 80; 28) along the arc of a curve to the left 161.78 feet to Point 81 (said curve has a radius of 618.00 feet and is subtended by a chord which bears South 52°54'13" East for a distance of 161.32 feet); 29) South 29°36'10" West 20.00 feet to Point 82; 30) along the arc of a curve deflecting to the left 44.80 feet to Point 83 (said curve has a radius of 638.00 feet and is subtended by a chord which bears South 62°25'21" East for a distance of 44.79 feet); 31) South 64°25'33" East 289.82 feet to Point 85; 32) North 25°33'56" East 20.00 feet to Point 86; 33) South 64°25'43" East 91.28 feet to Point 87; 34) along the arc of a curve deflecting to the right 192.33 feet to Point 88 (said curve has a radius of 528.00 feet and is subtended by a chord which bears South 53°59'26" East for a distance of 191.27 feet); 35) South 46°27'38" West 5.00 feet to Point 89; 36) along the arc of a curve deflecting to the right 107.75 feet to Point 90 (said curve has a radius of 523.00 feet and is subtended by a chord which bears South 37°38'59" East for a distance of 107.56 feet); 37) South 31°45'13" East 81.99 feet to Point 91; 38) North 58°14'59" East 5.00 feet to Point 92; 39) South 31°45'13" East 187.87 feet to Point 93; 40) along the arc of a curve deflecting to the left 235.41 feet to Point 94 (said curve has a radius of 454.31 feet and is subtended by a chord which bears South 46°35'40" East for a distance of 232.79 feet); 41) North 28°32'14" East 10.00 feet to Point 95; 42) along the arc of a curve deflecting to the left 249.67 feet to Point 96 (said curve has a radius of 444.31 feet and is subtended by a chord which bears South 77°32'17" East for a distance of 246.40 feet); 43) South 03°38'26" East 20.00 feet to Point 97; 44) along the arc of a curve deflecting to the left 142.96 feet to Point 98 (said curve has a radius of 464.31 feet and is subtended by a chord which bears North 77°32'34" East for a distance of 142.40 feet); 45) North 68°43'18" East 143.95 feet to Point 99; 46) North

21°16'49" West 20.00 feet to Point 100; 47) North 68°43'18" East 159.74 feet to Point 101; 48) along the arc of a curve deflecting to the right 201.96 feet to Point 102 (said curve has a radius of 537.92 feet and is subtended by a chord which bears North 79°28'35" East for a distance of 200.78 feet); 49) North 01°08'45" East 5.00 feet to Point 103; 50) along the arc of a curve deflecting to the right 116.45 feet to Point 104 (said curve has a radius of 542.92 feet and is subtended by a chord which bears South 83°37'34" East for a distance of 116.22 feet); 51) South 77°28'11" East 39.13 feet to Point 105; 52) South 12°28'27" West 25.00 feet to Point 106; 53) South 77°29'36" East 300.02 feet to Point 107; 54) North 12°28'27" East 25.00 feet to Point 108; 55) South 77°29'54" East 213.56 feet to Point 109; 56) along a curve deflecting to the right 186.70 feet to Point 110 (said curve has a radius of 788.32 feet and is subtended by a chord which bears South 70°42'25" East for a distance of 186.26 feet); 57) South 26°06'14" West 15.00 feet to Point 111; and 58) along the arc of a curve deflecting to the right 305.00 feet to Point 112 at the northeast corner of the property conveyed to The Cincinnati Gas & Electric Company and The Dayton Power and Light Company by deed recorded in Deed Book 229, Page 186, said clerk's office (said curve has a radius of 773.30 feet and is subtended by a chord which bears South 52°37'24" East for a distance of 303.03 feet);

Thence along boundary lines of the property conveyed to The Cincinnati Gas & Electric Company and The Dayton Power and Light Company by deed recorded in Deed Book 229, Page 186, said clerk's office, the following two (2) courses: 1) South 46°30'42" West 203.44 feet to Point 113; and 2) South 15°46'10" East 110.02 feet to Point 114 in Lick Creek;

Thence along the meanders of Lick Creek the following twenty four (24) courses: 1) South 37°18'24" East 118.00 feet to Point 9023; 2) South 12°12'46" East 184.00 feet to Point 9022; 3) South 10°00'00" West 173.00 feet to Point 9021; 4) South 01°58'00" East 290.00 feet to Point 9020; 5) South 64°22'00" West 139.00 feet to Point 9019; 6) South 78°17'00" East 202.00 feet to Point 9018; 7) South 69°00'00" West 115.00 feet to Point 9017; 8) South 18°48'00" West 248.00 feet to Point 9016; 9) South 18°06'00" West 204.00 feet to Point 9015; 10) South 42°15'00" West 144.00 feet to Point 9014; 11) South 19°06'00" West 138.00 feet to Point 9013; 12) South 13°27'00" West 132.00 feet to Point 9012; 13) South 25°14'00" East 133.00 feet to Point 9011; 14) South 29°45'00" West 254.00 feet to Point 9010; 15) South 06°53'00" West 292.00 feet to Point 9009; 16) South 30°06'00" East 138.00 feet to Point 9008; 17) South 82°10'00" East 299.00 feet to Point 9007; 18) South 56°58'00" East 70.30 feet to Point 9006; 19) South 21°14'00" East 44.98 feet to Point 9005; 20) South 26°34'00" West 123.00 feet to Point 9004; 21) South 50°06'00" West 259.00 feet to Point 9003; 22) South 34°44'00" West 248.00 feet to Point 9002; 23) South 27°47'00" West 182.00 feet to Point 9001; and 24) South 50°54'00" West 111.00 feet to Point 244 in the northerly, normal low water line of the Ohio River;

Thence along the normal low water line of the Ohio River (Normal Pool Elevation is 455.00, more or less, National Geodetic Survey Data), the following four (4) courses: 1) North 88°36'04" West 2,815.00 feet to Point 243; 2) South 85°05'08" West 2,588.50 feet to Point 242; 3) North 84°59'44" West 2,249.15 feet to Point 241; and 4) North 80°00'28" West 31.86 feet to Point 5002 at the intersection of the normal low water line of the Ohio River and a new division line;

Thence with new division lines the following eighteen (18) courses: 1) North 38°11'59" East 353.59 feet to a set concrete monument, Point 5003; 2) South 72°51'39" East 319.65 feet to a set concrete monument, Point 5020; 3) North 68°28'19" East 648.00 feet to a set concrete monument, Point 5019; 4) North 37°18'31" East 317.73 feet to a set concrete monument, Point 5018; 5) North 00°00'00" West 963.02 feet to a set iron pin and cap, Point 5017; 6) North 90°00'00" West 116.49 feet to a set iron pin and cap, Point 5016; 7) North 00°00'00" West 147.45 feet to a set iron pin and cap, Point 5015; 8) North 90°00'00" East 116.55 feet to a set iron pin and cap, Point 5014; 9) North 00°00'00" West 275.55 feet to a set railroad spike, Point 5013; 10) North 90°00'00" West 314.57 feet to a set railroad spike, Point 5012; 11) North 00°00'00" West 358.41 feet to a set concrete monument, Point 5011; 12) North 90°00'00" West 54.58 feet to a set concrete monument, Point 5010; 13) North 00°00'00" East 471.31 feet to a set concrete monument, Point 5009; 14) North 90°00'00" East 609.48 feet to a point of curve, a set iron pin

BOONE COUNTY

and cap, Point 5008; 15) along a curve to the left 886.29 feet to a point of tangency, a set iron pin, Point 5007, said curve has a radius of 725.25 feet and subtended by a chord length of 832.16 feet bearing North 54°59'27" East; 16) North 19°58'53" East 1,862.36 feet to a set concrete monument, Point 5005, passing a set concrete monument @ 93.00 feet, Point 5006; 17) North 29°43'18" West 474.17 feet to a set concrete monument, Point 5004; and 18) North 11°59'07" East 154.59 feet to Point 5023, the Point of Beginning, containing 710.190 acres, more or less, and subject to all legal easements of record.

Further, included within the above described Real Estate is the 2.104 acre parcel of real estate, designated as the East Bend Generating Station Substation, conveyed by deed recorded in Deed Book 307, Page 15, Parcel "B," Boone County Clerk's Office.

Being the same real estate conveyed to The Cincinnati Gas & Electric Company and The Dayton Power and Light Company as follows: 1) by deed recorded in Deed Book 229, Page 166, Boone County Clerk's Office, and corrected by a deed recorded in Deed Book 229, Page 172, said clerk's office; 2) by deed recorded in Deed Book 229, Page 179, said clerk's office; 3) by deed recorded in Deed Book 229, Page 186, said clerk's office; 4) by deed recorded in Deed Book 229, Page 195, said clerk's office; 5) by deed recorded in Deed Book 229, Page 209, said clerk's office; and 6) by deed recorded in Deed Book 237, Page 317, said clerk's office.

And also being part of the same real estate conveyed to The Cincinnati Gas & Electric Company and The Dayton Power and Light Company as follows: 1) by deed recorded in Deed Book 229, Page 201, said clerk's office; 2) by deed recorded in Deed Book 229, Page 216, said clerk's office; and 3) by deed recorded in Deed Book 229, Page 225, said clerk's office.

The above description is the result of a field survey performed in 2004 under the direct supervision of Edward J. Schwegman, Licensed Land Surveyor No. 2759, Commonwealth of Kentucky

subject to all covenants, restrictions, reservations, easements, conditions, and rights appearing of record, and all the **Estate, Right, Title and Interest** of said Grantor in and to said premises; **To Have and To Hold** the same, with all the privileges and appurtenances thereunto belonging, to said Grantee, its successors and assigns forever; and Grantor does hereby **Covenant and Warranty** that the title so conveyed is **Clear, Free and Unencumbered**, except as set forth herein, and that it will **Defend** the same against all lawful claims of all persons whomsoever.

Grantor shall be responsible for the real estate taxes, which are due and payable up to the date of this Deed.

Grantee shall be responsible for the real estate taxes, which become due and payable on the date of this Deed and thereafter; and for any real estate assessments, which become due and payable on and after the date of this Deed.

The undersigned person executing this Deed on behalf of Grantor represents and certifies that he is a duly elected officer of Grantor and has been fully empowered, by proper resolution of the Board of Directors of Grantor, to execute and deliver this Deed; that Grantor has full corporate capacity to convey the Real Estate described herein; and that all necessary corporate action for the making of such conveyance has been performed.

IN WITNESS WHEREOF, THE CINCINNATI GAS & ELECTRIC COMPANY, as Grantor, has caused this Corporate Warranty Deed to be signed in its proper corporate name, and attested and sealed by its proper corporate officer thereunto duly authorized; and to be duly acknowledged, all as of this 25 day of January, 2006.

Signed and acknowledged  
in the presence of:

THE CINCINNATI GAS & ELECTRIC COMPANY

*[Signature]*  
Candace S. Sheridan

By *[Signature]*  
Its Executive Vice President  
Michael J. Cyrus

STATE OF OHIO            }  
  }  
COUNTY OF HAMILTON    }

SS:

Before me, a Notary Public in and for said State, personally appeared Michael J. Cyrus the EXECUTIVE VICE PRESIDENT of THE CINCINNATI GAS & ELECTRIC COMPANY, the corporation that executed the foregoing instrument, who acknowledged the signing thereof to be his voluntary act and deed for and on behalf of said corporation and by authority of its Board of Directors.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal, on this 25 day of January, 2006.

*[Signature]*  
Signature of Notary

Dorothy K. Corbett  
Printed Name of Notary

Commission Expiration Date of Notary  
DOROTHY KIM CORSETT, Attorney at Law  
Notary Public, State of Ohio  
My Commission has no expiration date.  
Section 147.03

RETURN TO:

This instrument prepared by:  
Candace S. Sheridan  
Attorney at Law  
139 East Fourth Street  
Cincinnati, Ohio 45202  
(513) 287-2644  
*[Signature]*

BOONE COUNTY  
D911 PG 528

**CERTIFICATE OF CONSIDERATION**

IN WITNESS WHEREOF, THE CINCINNATI GAS & ELECTRIC COMPANY, Grantor, and THE UNION LIGHT, HEAT & POWER COMPANY, Grantee, do hereby certify, pursuant to KRS Chapter 382, that the above-stated consideration in the amount of \$21,396,666.39 is the true, correct and full consideration paid for the property herein conveyed. We further certify our understanding that falsification of the stated consideration or sale price of the property is a Class D felony, subject to one to five years imprisonment and fines up to \$10,000.00.

**THE CINCINNATI GAS & ELECTRIC COMPANY**

By: [Signature]  
Print: Michael J. Cyrus  
Title: EXECUTIVE VICE PRESIDENT

**THE UNION LIGHT, HEAT & POWER COMPANY**

By: [Signature]  
Print: Gregory C. Ficke  
Title: President

STATE OF OHIO            }  
                                      }    SS:  
COUNTY OF HAMILTON }

Be it remembered, that on this 25 day of January, 2006, before me a Notary Public in and for said State, personally came, Michael J. Cyrus, for **THE CINCINNATI GAS & ELECTRIC COMPANY**, the Grantor, its EXECUTIVE VICE PRESIDENT who acknowledged the signing thereof to be his voluntary act and deed, and Gregory C. Ficke, for **THE UNION LIGHT, HEAT & POWER COMPANY**, the Grantee, its President who acknowledged the signing thereof to be his voluntary act and deed, individually and on behalf of said Grantee corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my seal on this day and year aforesaid.

[Signature]  
Notary Public

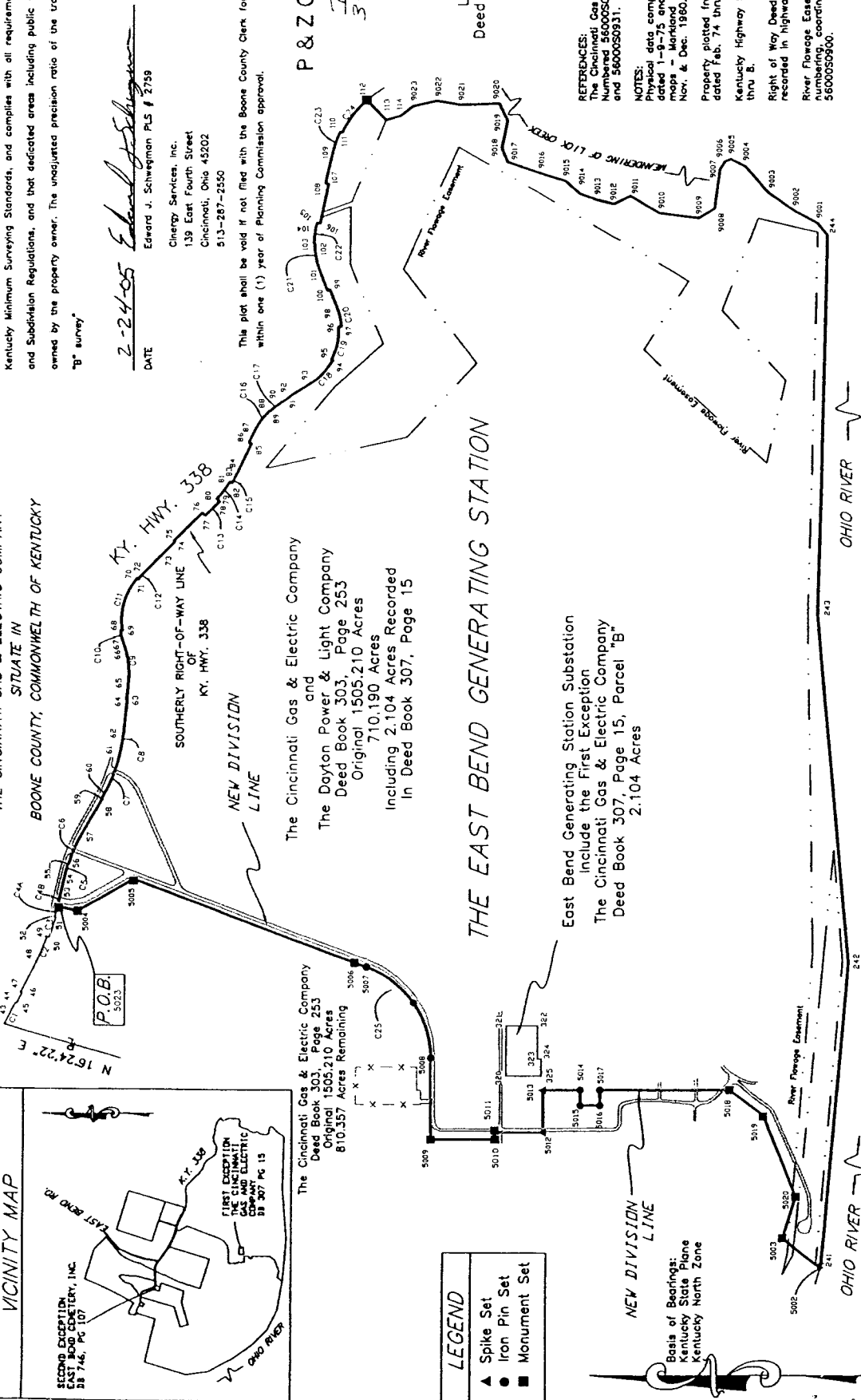
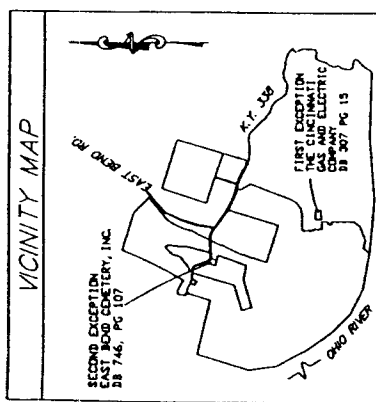
BOONE COUNTY  
D911      PG 529

DOROTHY KIM CORBETT, Attorney at Law  
Notary Public, State of Ohio  
Expiration Date    My Commission has no expiration date.  
Section 147.03

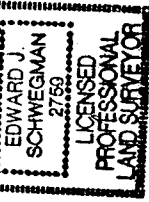
# CONVEYANCE PLAT

FOR  
THE CINCINNATI GAS & ELECTRIC COMPANY  
SITUATE IN  
BOONE COUNTY, COMMONWEALTH OF KENTUCKY

0' 900' 1800' 2700'



I certify that this plat depicts a survey made by me or under my supervision in accordance with the Kentucky Minimum Surveying Standards, and complies with all requirements of the Boone County Zoning and Subdivision Regulations, and that dedicated areas including public ways or streets are currently owned by the property owner. The unadjusted precision ratio of the traverse is 1:50,000.



2-24-05  
DATE  
Edward J. Schwegman  
Edward J. Schwegman PLS # 2759  
Chenery Services, Inc.  
139 East Fourth Street  
Cincinnati, Ohio 45202  
513-287-2550

This plat shall be void if not filed with the Boone County Clerk for recording purposes within one (1) year of Planning Commission approval.

P & Z Code No. 4351  
I-2  
3-2-05  
GVS

Russell D. &  
Laura A. Schwenke  
Deed Book 469, Page 146  
95.66 Acres

The Cincinnati Gas & Electric Company  
and  
The Dayton Power & Light Company  
Deed Book 303, Page 253  
Original 1505.210 Acres  
Including 2,104 Acres Recorded  
In Deed Book 307, Page 15

## THE EAST BEND GENERATING STATION

East Bend Generating Station Substation  
Include the First Exception  
The Cincinnati Gas & Electric Company  
Deed Book 307, Page 15, Parcel "B"  
2,104 Acres

**LEGEND**

- ▲ Spike Set
- Iron Pin Set
- Monument Set

Basis of Bearings:  
Kentucky State Plane  
Kentucky North Zone

**REFERENCES:**  
The Cincinnati Gas & Electric Company Drawings Numbered 5600050900, 5600050901, 5600050902, and 5600050931.

**NOTES:**  
1. All data compiled from S. & L. Day, S-71, Highway 1-9-75 and U.S. Army, Eng. Corps, Ohio River maps - Meridian Reach, Sheets 8, 9, & 10, dated Nov. & Dec. 1960.

Property plotted from survey plots of KZF Consultants, dated Feb. 74 thru May 75.

Kentucky Highway Dept. dregs. R58 - 230, Sheets 4 thru 6.

Right of Way Deed to Boone County, Kentucky as recorded in Highway Deed Book 5, Page 215.

River Flowage Easement per deed, for point numbering, coordinates & coursing see dreg. 5600050900.

