

## Deed Record, No. 66.

Koch Brothers, Inc., Des Moines 19276

Adel Light & Power Co.)  
to (Conveyance  
Iowa Power & Light Co.)

#2775 Fee \$2.90 /

Filed for record the 30th day of December A.D.,  
1925 at 8:15 o'clock A.M.  
Gladys B. DeVault, Recorder.  
Paul Lucas, Deputy.

THIS INDENTURE, Made and entered into this 8th day of November A.D. 1925, by and between ADEL LIGHT AND POWER COMPANY, a corporation organized and existing under and by virtue of the laws of the State of Iowa, hereinafter called the "old Company", and IOWA POWER AND LIGHT COMPANY, a corporation duly organized and existing under and by virtue of the laws of the State of Iowa, hereinafter called the "new Company".

WITNESSETH: THAT WHEREAS, it has been arranged that a reorganization shall be effected as between the old Company and the new Company so that after the consummation of such reorganization the new Company shall have accuired all of the property and assets of the old Company except as herein otherwise provided, and shall have inter alia issued to the stockholders of the old Company certain shares of stock of the new Company in consideration of the acquisition of such assets :

NOW, THEREFORE, THIS INDENTURE WITNESSETH: That for and in consideration of the sum of One Dollar (\$1) and other valuable considerations by the new Company to the old Company in hand paid, the receipt whereof is hereby acknowledged, the old Company has granted, bargained, sold and conveyed, assigned, transferred and set over, and does hereby grant, bargain, sell and convey, assign, transfer and set over, to the new Company, subject only to the exception hereinafter specifically mentioned, each and all of the property, assets, franchises, rights, privileges and things of value, of any and every kind and character, real personal and mixed, legal and equitable, corporeal and incorporeal, wheresoever situated and in whatsoever form, of the old Company including particularly but not exclusively the following:

1 The following described real estate:

- (a) Lots one (1), two (2), three (3) and four (4) of Block thirty-four (34) and the north one-half ( $\frac{1}{2}$ ) of Lots one (1) and two (2) of Block thirty-five (35) of the East Addition to the Town of Adel, in Dallas County, and State of Iowa, the same being located upon and forming a part of the west half ( $\frac{1}{2}$ ) of the Southeast quarter ( $\frac{1}{4}$ ) of section twenty-nine (29) of township seventy-nine (79) north of range twenty-seven (27) west of the fifth principal meridian, in said County and State.
- (b) Beginning at northeast corner of Lot one (1), Block thirty-five (35), East Addition to Town of Adel, Iowa, thence west to west line of what is known as Benton Street in said Town of Adel, thence north forty-six rods (46), thence east to east line of west half ( $\frac{1}{2}$ ) of southeast quarter ( $\frac{1}{4}$ ), thence south forty-six rods (46), thence west to beginning.

Also all that portion of west half ( $\frac{1}{2}$ ) of southeast- quarter ( $\frac{1}{4}$ ), north of Grove Street in Town of Adel, and east of west bank of Mill Slough.

And the northeast quarter ( $\frac{1}{4}$ ) of the southeast quarter ( $\frac{1}{4}$ ) except beginning forty-four rods (44) west of the one-half mile ( $\frac{1}{2}$ ) stake on east side of said section, thence south four rods (4), thence east ten rods (10), thence north four rods (4), thence west ten rods (10) to beginning.

And north half ( $\frac{1}{2}$ ) of southeast quarter ( $\frac{1}{4}$ ) of southeast quarter ( $\frac{1}{4}$ ), except beginning at southwest corner thereof, thence north forty feet (40), thence east about seventy feet (70), to middle of Coon River, thence south forty feet (40), thence west to beginning; and except beginning at southeast corner thereof, thence north nineteen rods (19) to middle of Coon River, thence southwesterly down middle of said river to about thirty-two rods (32) west of beginning, thence east to beginning.

All of the real estate described in this subdivision (b) being located in and forming a part of the southeast quarter of section twenty-nine (29) of township seventy-

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nine (79) north of range twenty-seven (27) west of the fifth (5) principal meridian in Dallas County and State of Iowa.

- (c) Beginning at the southeast corner of the southwest quarter (SW $\frac{1}{4}$ ) of the southeast quarter (SE $\frac{1}{4}$ ) of section eighteen (18), township seventy-nine (79), range twenty-seven (27); thence west seventy-two (72) rods, thence north fifty-eight (58) rods, thence to a point twenty-one (21) rods north of beginning, thence south to beginning.

And beginning twenty-one (21) rods north of the southeast corner of the southwest quarter (SW $\frac{1}{4}$ ) of the southeast quarter (SE $\frac{1}{4}$ ) of section eighteen, (18), township seventy-nine (79), range twenty-seven (27), thence north three and thirty-seven hundredths rods (3.37) , thence in a north-westernly direction to a point sixty-five and forty-seven hundredths (65.47) rods north of the southwest corner of said forty (40) acre tract, thence south to southwest corner of said forty (40) acre tract, thence east eight (8) rods, thence north fifty-eight (58) rods, thence in a south-easternly direction to place of beginning, all being in the southwest quarter (SW $\frac{1}{4}$ ) of the southeast quarter (SE $\frac{1}{4}$ ) of section eighteen (18), township seventy-nine (79), range twenty-seven (27), in Dallas County, Iowa, subject to condition in deed dated July 15, 1872, recorded in Book V, page 33.

- (d) The north one-half ( $\frac{1}{2}$ ) of that part of the northwest quarter of the northeast quarter of section nineteen (19) of township seventy-nine (79) north of range twenty-seven (27) west of the fifth (5) principal meridian, lying east of North Racoon River and east of the Mill Slough, in Dallas County, Iowa.
- (e) All of Out Lot twenty-five (25), and to the north half ( $\frac{1}{2}$ ) of Out Lot twenty-six (26) of the Town of Adel, Iowa, the same being located upon and forming a part of the west half ( $\frac{1}{2}$ ) of the southeast quarter ( $\frac{1}{4}$ ), of section twenty-nine (29) township seventy-nine (79) north of range twenty-seven (27) west of the fifth principal meridian, in Dallas County, Iowa.
- (f) Out Lots twenty-seven (27) and twenty-eight (28) of the Town of Adel, Iowa, the same being located upon and forming a part of the west half ( $\frac{1}{2}$ ) of the southeast quarter ( $\frac{1}{4}$ ) of section twenty-nine (29) township seventy-nine (79) north of range twenty-seven (27) west of the fifth principal meridian, in Dallas County, Iowa.

TOGETHER with all of the electric plants, distributing systems, buildings, structures, erections and constructions located on the above described real estate, or on any part thereof, with their fixtures and appurtenances,

The real estate hereinbefore specifically described in subdivisions (a), (b), (e), and (f), is conveyed subject to the rights conferred by the following instrument in so far as such instrument affects any of such real estate, to-wit:

Instrument dated March 10, 1919, executed by the old Company to H.A.Kohl and filed for record in the Recorder's Office of Dallas County, Iowa, in Book 286 at page 102, on the 16th day of June 1925.

The real estate described in subdivision (b) is conveyed subject to the rights conferred by the following instrument in so far as such instrument affects any of such real estate, to wit:

Instrument dated April 10, 1923, executed by the old Company to the Town of Adel, Iowa, and filed for record in the Recorder's Office of Dallas County, Iowa, on the 17th day of April, 1923, and recorded in Book 262 at page 407.

11 The existing hydro-electric plant of the old Company in the Town of Adel, Dallas County, Iowa; the electric distributing systems of the old Company in the municipalities and/or communities of Adel, Dallas Center, Booneville, Commerce and Panther in the State of Iowa; the leasehold estate of the Company in the electric distributing systems in Van Meter and DeSoto in the County of Dallas and State of Iowa, and the electric transmission lines connecting said

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distributing systems with each other and/or with the hydro-electric plant of the old Company in the Town of Adel, Iowa, and/or with the municipalities of Waukee, Minburn and Earlham in the State of Iowa (to which electricity is supplied at wholesale) and/or with the transmission lines of the new Company at Valley Junction, Iowa, and all of the dams, piers, abutments, races, basins, forebays, gates, water wheels, engines, boilers, turbines, generators, pole lines, poles, wires, cross arms, insulators, transformers, meters, buildings, erections, structures, stations, sub-stations, power houses, power producing and power transmitting equipment, cables, conduits, tools, instruments, apparatus, appliances, machinery, facilities and other property used or provided for use in the construction, maintenance, repair, and/or operation of said plants and systems; and together with all the rights, privileges, franchises, easements, licenses, ordinances, rights of way, immunities and permits of the old Company, howsoever conferred or acquired with respect to the construction, maintenance, repair and/or operation of said plants and systems, and each of them, including particularly but not exclusively the following ordinances, franchises, permits and contracts and the rights thereby conferred, to wit :

1. Franchise No. 33, Docket E-547, granted by the Board of Railroad Commissioners of the State of Iowa to the old Company under date of February 6, 1925.
2. Franchise No. 27, Docket E-526, granted to the old Company by the Board of Railroad Commissioners of the State of Iowa, under date of December 31, 1924.
3. Franchise Docket E-304, granted by the Board of Railroad Commissioners of the State of Iowa to the old Company under date of August 6, 1920.
4. Franchise granted by the Board of Supervisors of Madison County, Iowa, to the old Company under date of November 8, 1920.
5. Ordinance No. 71, passed by the Town Council of the Town of Adel, Iowa, on the 6th day of April, 1925, approved by the Mayor of said town on the same day and approved by the voters of said town on the 11th day of May, 1925, granting to the old Company an electric franchise.
6. Ordinance No. 43, passed by the Town Council of Dallas Center, Iowa, on the 8th day of October, 1912, approved by the Mayor of said town on the same day, and approved by the voters of said town on the 5th day of November, 1912, granting to the old Company an electric franchise.
7. Ordinance, No. 68, and the contract therein mentioned, passed by the Town Council of the Town of Minburn, Iowa, on the 1st day of May, 1925, approved by the Mayor of said town on the same day and approved by the voters of said town on the 15th day of June, 1925, said contract relating to the purchase by said town from the old Company of electric current.
8. Agreement of date July 7, 1920, between the old Company and the Town of Earlham, Iowa, relating to the purchase by said Town from the old Company of electric current, said contract having been authorized at a meeting of the Town Council of said town held on the 7th day of July, 1920, and having been approved by the voters of said town on the 9th day of August, 1920.
9. Contract between the old Company and the Town of Waukee, Iowa, of date September 8, 1915, relating to the purchase by said Town from the old Company of electric current, said contract having been approved by the Town Council of said town on the 4th day of January, 1916, and approved by the voters of said town on the 7th day of February, 1916.
10. Agreement between the Town of De Soto, Iowa, and the old Company, of date October 20, 1913, leasing the electric distributing system of said Town to the old Company for a period of ten years, said agreement having been authorized by the Town Council of said town on the 3rd day of March, 1913, and approved by the voters of said town on the 11th day of April, 1913, which said contract was, pursuant to a resolution adopted by the Town Council of said Town on the 16th day of October, 1923, extended for a further period of ten years.
11. Agreement between the Town of Van Meter, Iowa, and the old Company, dated October 13, 1913,

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leasing to the old Company the electric distributing system of said town for a period of ten years, said agreement having been authorized by the town Council of said town on the 3rd day of March, 1913, and approved by the voters of said town on the 12th day of April, 1913, and said agreement, pursuant to its terms, having been extended for a further period of ten years in accordance with a resolution adopted by the Town Council of said town on the 19th day of October, 1922.

111 All merchandise, stores, repair parts, stock in trade, materials, supplies, books of account, contracts, leases, claims, accounts, demands, choses in action and all other property rights, privileges, franchises, licenses, easements and permits of any and every kind and description, real, personal and mixed belonging to the old Company, provided, however, that there is expressly excepted from the operation of this conveyance and retained by the old Company all moneys on hand and in bank as they existed at midnight on June 30, 1925, and all bills receivable and accounts receivable as they existed at said time, including all demands of the old company, whether billed or not, for electric current supplied prior to said time.

And the old Company does hereby for itself, its successors and assigns, covenant and agree with the new Company, its successors and assigns, that the old Company is the lawful owner of the property herein described, and that said property is free and clear of any and all claims, liens, charges and encumbrances, except taxes levied by the State of Iowa and/or any political subdivision thereof for the year 1925 (which taxes the new Company agrees to pay); that the old Company has good right, full power and lawful authority to grant, bargain, <sup>and</sup> sell said property in form as aforesaid, and the old Company covenants that it will warrant and forever defend said property to the new Company, its successors and assigns, against all lawful claims and demands whatsoever.

The old Company further covenants and agrees that it will from time to time execute, acknowledge and deliver to the new Company all such instruments of conveyance or further assurance as may be reasonably required by the new Company for the purpose of more fully vesting in and confirming to the new Company the property hereby transferred and conveyed to the new Company or intended so to be.

This conveyance as between the parties hereto shall be deemed to have taken effect at midnight on the 30th of June 1925, so that the operations of the old Company on and after July 1, 1925, shall be deemed to have been for the account of the new Company.

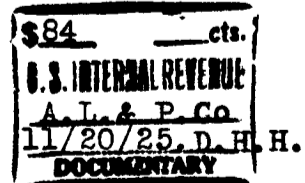
The execution of this conveyance has been authorized by a resolution duly adopted by the holders of all of the outstanding common stock of the old Company, the holders of the preferred stock having no voting power.

IN WITNESS WHEREOF, Adel Light and Power Company has caused this Indenture to be executed in its name and behalf by its President, and its corporate seal to be hereunto affixed and to be attested by its Secretary, all on the day and year first above written.

(CORPORATE SEAL)

Attest; R. H. Luther, Secretary.  
Executed, signed, sealed and delivered  
by Adel Light and Power Company, in the  
presence of:  
D. W. Spillers  
Etta Lee Myers.  
Witnesses.

ADEL LIGHT AND POWER COMPANY,  
By L. M. Macy, President.



State of Iowa, County of Dallas, ss: On this 18 day of November, 1925, before me, E.W. Dingwell a Notary Public in and for the county of Dallas and State of Iowa, duly commissioned and qualified, personally came and appeared the above named L.M. Macy, who is personally known to me and known to me to be the President, and the above named R.H. Luther, who is personally known to me and known to me to be the secretary, of ADEL LIGHT AND POWER COMPANY, the corporation that is described in and that executed the within instrument, and who are personally known to me to be the identical persons whose names are affixed to the foregoing instrument as president and

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Secretary, respectively, of said corporation who being by me duly sworn, did say that the said L.M.Macy is the President, and the said R.H.Luther is the Secretary, of Adel Light and Power Company, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its stockholders, and said L.M.Macy and R.H.Luther acknowledged said instrument to be the voluntary act and deed of said corporation by each of them voluntarily executed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year aforesaid.

My commission expires

E. W. Dingwell  
Notary Public in and for Dallas County, Iowa.  
My Commission Expires July 4, 1927.  
-----Notary Public-----County,-----

