

CONSUMERS ENERGY COMPANY GAS FRANCHISE ORDINANCE

AN ORDINANCE, granting to CONSUMERS ENERGY COMPANY, its successors and assigns, the right, power and authority to lay, maintain and operate gas mains, pipes and services on, along, across and under the highways, streets, alleys, bridges, waterways, and other public places, and to do a local gas business in the TOWNSHIP OF ROLLIN, LENAWEЕ COUNTY, MICHIGAN, for a period of thirty years.

THE TOWNSHIP OF ROLLIN ORDAINS:

SECTION 1. GRANT, TERM. The TOWNSHIP OF ROLLIN, LENAWEЕ COUNTY, MICHIGAN, hereby grants to CONSUMERS ENERGY COMPANY, a Michigan Corporation, its successors and assigns, hereinafter called the "Grantee," the right, power and authority to lay, maintain and operate gas mains, pipes and services on, along, across and under the highways, streets, alleys, bridges, waterways, and other public places, and to do a local gas business in the TOWNSHIP OF ROLLIN, LENAWEЕ COUNTY, MICHIGAN, for a period of thirty years.

SECTION 2. CONSIDERATION. In consideration of the rights, power and authority hereby granted, said Grantee shall faithfully perform all things required by the terms hereof.

SECTION 3. CONDITIONS. No highway, street, alley, bridge, waterway or other public place used by said Grantee shall be obstructed longer than necessary during the work of construction or repair, and shall be restored to the same order and condition as when said work was commenced. All of Grantee's pipes and mains shall be so placed in the highways and other public places as not to unnecessarily interfere with the use thereof for highway purposes.

SECTION 4. HOLD HARMLESS. Said Grantee shall at all times keep and save the Township free and harmless from all loss, costs and expense to which it may be subject by reason of the negligent construction and maintenance of the structures and equipment hereby authorized. In case any action is commenced against the Township on account of the permission herein given, said Grantee shall, upon notice, defend the Township and save it free and harmless from all loss, cost and damage arising out of such negligent construction and maintenance.

SECTION 5. EXTENSIONS. Said Grantee shall construct and extend its gas distribution system within said Township, and shall furnish gas to applicants residing therein in accordance with applicable laws, rules and regulations.

SECTION 6. FRANCHISE NOT EXCLUSIVE. The rights, power and authority herein granted, are not exclusive. Either manufactured or natural gas may be furnished hereunder.

SECTION 7. RATES. Said Grantee shall be entitled to charge the inhabitants of said Township for gas furnished therein, the rates as approved by the Michigan Public Service Commission, to which Commission or its successors authority and jurisdiction to fix and regulate gas rates and rules

regulating such service in said Township, are hereby granted for the term of this franchise. Such rates and rules shall be subject to review and change at any time upon petition therefor being made by either said Township, acting by its Township Board, or by said Grantee.

SECTION 8. REVOCATION. The franchise granted by this ordinance is subject to revocation upon sixty (60) days written notice by the party desiring such revocation.

SECTION 9. MICHIGAN PUBLIC SERVICE COMMISSION, JURISDICTION. Said Grantee shall, as to all other conditions and elements of service not herein fixed, be and remain subject to the reasonable rules and regulations of the Michigan Public Service Commission or its successors, applicable to gas service in said Township.

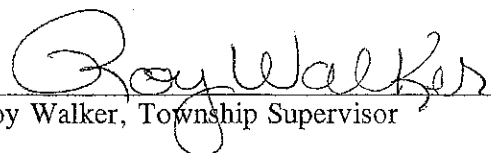
SECTION 10. REPEALER. This ordinance, when accepted and published as herein provided, shall repeal and supersede the provisions of a gas ordinance adopted by the township board on February 7, 1968 entitled:

AN ORDINANCE, granting to CONSUMERS POWER COMPANY, its successors and assigns, the right, power and authority to lay, maintain and operate gas mains, pipes and services on, along, across and under the highways, streets, alleys, bridges, and other public places, and to do a local gas business in the TOWNSHIP OF ROLLIN, LENAWEE COUNTY, MICHIGAN, for a period of thirty years.

and amendments, if any, to such ordinance whereby a gas franchise was granted to Consumers Power Company (now known as Consumers Energy Company).

SECTION 11. EFFECTIVE DATE. This ordinance shall take effect upon the day after the date of publication thereof; provided, however, it shall cease and be of no effect after thirty days from its adoption unless within said period the Grantee shall accept the same in writing filed with the Township Clerk. Upon acceptance and publication hereof, this ordinance shall constitute a contract between said Township and said Grantee.

We certify that the foregoing Franchise Ordinance was duly enacted by the Township Board of the TOWNSHIP OF ROLLIN, LENAWEE COUNTY, MICHIGAN, on the 11th day of March, 1998.



Roy Walker, Township Supervisor

Attest:



Sharon M. Gust, Township Clerk

ACCEPTANCE

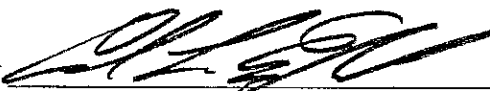
TO THE TOWNSHIP BOARD OF THE TOWNSHIP OF ROLLIN, LENAWEЕ COUNTY,
MICHIGAN:

That CONSUMERS ENERGY COMPANY, hereby accepts the franchise granted to it by your
Township Board, on the 11th day of March, 1998, which said franchise is entitled as
follows:

AN ORDINANCE, granting to CONSUMERS ENERGY
COMPANY, its successors and assigns, the right, power and
authority to lay, maintain and operate gas mains, pipes and
services on, along, across and under the highways, streets,
alleys, bridges, waterways, and other public places, and to do a
local gas business in the TOWNSHIP OF ROLLIN, LENAWEЕ
COUNTY, MICHIGAN, for a period of thirty years.

CONSUMERS ENERGY COMPANY

By



Carl L. English, Vice President

Dated: March 11, , 1998.

CLERK CERTIFICATION

STATE OF MICHIGAN)
 : ss.
COUNTY OF LENAWEЕ)

I, Sharon M. Gust, Township Clerk of the TOWNSHIP OF ROLLIN, LENAWEЕ COUNTY, MICHIGAN, DO HEREBY CERTIFY that the annexed is a true and correct copy of the ordinance granting CONSUMERS ENERGY COMPANY, a gas franchise, as adopted by the Township Board at a regular meeting on the 11th day of March, 1998.

I FURTHER CERTIFY that the acceptance, a copy of which is attached hereto, was filed with me as Township Clerk, on the 11th day of March, 1998; that I have compared the attached copies with the original records in my office, and that the same are true and correct transcripts therefrom.

I FURTHER CERTIFY that a copy of the foregoing ordinance was published, as appears by proof thereof on file in my office, in the Exponent a newspaper circulated in the TOWNSHIP OF ROLLIN, LENAWEЕ COUNTY, MICHIGAN, on the 17th day of March, 1998; and that all of said proceedings were regular and in accordance with all legal requirements.

Sharon M. Gust, Township Clerk

Dated: March 18, 1998