

377

STATE OF TEXAS :
COUNTY OF COLLIN : KNOW ALL MEN BY THESE PRESENTS:

That TEXAS POWER & LIGHT COMPANY, a corporation, herein called Grantor, for and in consideration of the sum of Ten (\$10.00) Dollars and other valuable considerations paid by the COUNTY OF COLLIN, TEXAS, receipt of which is hereby acknowledged, has granted, sold and conveyed, and by these presents does grant, sell and convey unto the said County of Collin all that certain lot, tract or parcel of land situated in the County of Collin, State of Texas, located south of the town of Prosper, being a part of a certain 345-acre tract of land in the S. J. Naugle Survey, Abstract No. 869, and the Collin County School Lands Survey, Abstract No. 148, Collin County, Texas, and being more particularly described by metes and bounds as follows :

BEGINNING at the southeast corner of this certain 345-acre tract of land owned by the Texas Power & Light Company, said southeast corner being in the west right of way line of State Highway No. 289; Thence south 80° 35' west following along the centerline of a road 750.5 feet to an iron pin set for corner; Thence south 9° 45' east 22 feet to an iron pin set for corner; Thence south 78° 31' west 1420.8 feet to an iron pin set for corner; Thence south 80° 39' west following along the centerline of a road 2182.5 feet to a point for corner located in the southeast right of way line of the St. L.-S.F. & Texas RR Company's property; Thence north 2° 00' east following along the southeast right of way line of the said railroad company's property 34.37 feet to a stake set in same for corner; Thence north 80° 29' east 2175.73 feet to a stake set for corner; Thence north 77° 37' east 1537.29 feet to a stake set for corner; Thence north 80° 35' east 635.28 feet to a stake set for corner in the west right of way line of State highway No. 289; Thence south 9° 49' east following along the west right of way line of said highway 46 feet to the place of beginning, and containing more or less.

Grantor shall hold the above described premises, together with all the rights and appurtenances thereto in any way connected therewith, unto the County of Collin and its assigns so long as said land is used for road purposes, but in the event of abandonment of same as a public road, the title hereby conveyed shall immediately revert to and become vested in Grantor.

378

This conveyance is subject to Grantor's General Mortgage to the Republic National Bank of Dallas dated May 1, 1945, and all supplements thereto.

The said Texas Power & Light Company does hereby bind itself, its successors and assigns, to warrant and forever defend all and singular the said premises unto the said County of Collin, and its assigns, against any person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under said Texas Power & Light Company.

IN WITNESS WHEREOF the said Texas Power & Light Company has caused these presents to be signed by its undersigned officer, thereunto lawfully authorized, and its corporate seal to be hereunto affixed, this _____ day of December, 1953.

TEXAS POWER & LIGHT COMPANY,

ATTEST:

CA9

Fred Fisher
Secretary

By *Lee E. Cook*
Vice-President (Lee E. Cook)

12/15/53

STATE OF TEXAS |

COUNTY OF DALLAS |

BEFORE ME, the undersigned authority, a Notary Public in and for said County and State, on this day personally appeared LEE E. COOK, Vice-President of Texas Power & Light Company, a corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as the act and deed of said corporation and as the Vice-President thereof, and for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this _____ day of December, A. D. 1953.

Notary Public, Dallas County,
Texas

2005- 0088247

AFTER RECORDING RETURN TO:

RONALD M. HANSON
HUNTON & WILLIAMS LLP
1601 BRYAN STREET, 30TH FLOOR
DALLAS, TEXAS 75201

05952 04300

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER

SPECIAL WARRANTY DEED

THE STATE OF TEXAS

§

KNOW ALL MEN BY THESE PRESENTS:

§

COUNTY OF COLLIN

§

THAT, TXU Generation Company LP, a Texas limited partnership ("Grantor"), for and in consideration of the sum of Ten and No/100 Dollars (\$10.00), to it in hand paid by TXU Collin Company LLC, a Delaware limited liability company ("Grantee"), having an office at 1601 Bryan, Dallas, Texas 75201, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Grantor, has CONTRIBUTED, GRANTED, BARGAINED, SOLD and CONVEYED, and by these presents does hereby CONTRIBUTE, GRANT, BARGAIN, SELL, and CONVEY unto Grantee all of Grantor's right, title and interest in and to (1) those certain tracts of real property situated in Collin County, Texas described in Exhibit "A", attached hereto and made a part hereof for all purposes, (collectively, the "Genco Land"), which Genco Land is described in Grantor's books and records, which utilize a uniform system of accounts adopted by the Federal Energy Regulatory Commission or approved by the Public Utility Commission of Texas, in Account 309, Generation Fee Land, and Account 310, Land and Land Rights, together with all and singular the rights, privileges, hereditaments and appurtenances pertaining thereto, and (2) the improvements on the Genco Land (collectively, with the Genco Land the "Genco Property"); provided, however, that notwithstanding the foregoing, the conveyance of the Genco Property, and the definition thereof, does not include any electric transmission or distribution facilities in, on, under or above the surface of the Genco Land.

For the same consideration, Grantor has CONTRIBUTED, GRANTED, BARGAINED, SOLD and CONVEYED, and by these presents does CONTRIBUTE, GRANT, BARGAIN, SELL and CONVEY unto Grantee, without warranty, express or implied, all interest of Grantor, if any, in (i) strips and gores, if any, between the Genco Land and any abutting properties not owned by Grantor, whether owned or claimed by deed, limitations or otherwise, and whether located inside or outside the Genco Land; and (ii) any land lying in or under the bed of any

05952 04301

creek, stream or waterway or any highway, avenue, street, road, alley, easement or right-of-way, open or proposed, in, across, abutting or adjacent to the Genco Land.

This conveyance is being made by Grantor and accepted by Grantee subject to those certain title exceptions set forth in Schedule "A" attached hereto and made a part hereof for all purposes, but only to the extent that such exceptions are valid, existing and, in fact, affect the Genco Property, and subject to the easements described in Exhibit "B".

This conveyance is being made by Grantor and accepted by Grantee subject to taxes for the year 2005, the payment of which Grantee assumes as to the Genco Property.

TO HAVE AND TO HOLD the Genco Property together with, all and singular, the rights and appurtenances thereto in anywise belonging, to Grantee and Grantee's successors and assigns forever and, subject to the exceptions set forth on the attached Schedule "A" and Exhibit "B", Grantor does hereby bind Grantor and Grantor's successors to warrant and forever defend, all and singular, the Genco Property unto the Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same, or any part thereof by, through or under Grantor, but not otherwise. The Genco Property conveyed herein includes all real property of Grantor located in Collin County, Texas and is the same property conveyed to Grantor in that certain Special Warranty Deed recorded on December 21, 2001 as instrument # 2001-0165091, in Volume 05071, Page 05561 of the Official Public Records of Real Property of Collin County, Texas (the "Project Champion Deed").

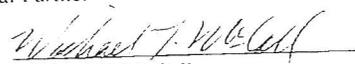
IN WITNESS WHEREOF, Grantor has executed the Special Warranty Deed, to be effective as of June 30, 2005.

GRANTOR:

TXU GENERATION COMPANY LP

By: TXU Generation Management Company LLC
Its General Partner

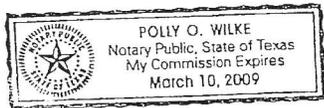
By:


Michael T. McCall
Senior Vice President

05952 04302

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on June 30, 2005 by Michael T. McCall, Senior Vice President of TXU Generation Management Company LLC, general partner of TXU Generation Company LP, a Texas limited partnership, on behalf of said limited liability company and limited partnership.



Polly O. Wilke

Notary Public, State of Texas

UNOFFICIAL

05952 04303

EXHIBIT "A" TO DEED

GENCO LAND DESCRIPTION

See attached:

Exhibit A-1 - Plant (4 pages) and

Exhibit A-2 - Water Rights (2 pages)

UNOFFICIAL

05952 04304

EXHIBIT A-1

METES AND BOUNDS LEGAL DESCRIPTION OF MAIN PLANT PROPERTY:

BEING a tract of land located in the COLLIN County School Land Survey, Abstract No. 148, and the Benjamin J. Naugle Survey, Abstract No. 669, COLLIN County, Texas, and being a portion of the tracts of land described by deeds as recorded in Volume 474, Page 402, Volume 475, Page 111, Volume 475, Page 114, Volume 475, Page 138, and Volume 473, Page 174, Deed Records of COLLIN County, Texas, and more particularly described as follows:

BEGINNING at a 1-1/4 inch iron pipe at the Intersection of the North right-of-way line of COLLIN County Road 24 (variable width) as dedicated by instrument recorded in Volume 479, Page 377, Deed Records, COLLIN County, Texas, with the East right-of-way line of Burlington Northern Railroad Company (100-foot wide);

THENCE North 11 degrees 20 minutes 01 second East, along said East right-of-way line, a distance of 3,981.37 feet to a 1 inch found iron pipe for corner;

THENCE North 89 degrees 22 minutes 10 seconds East, departing said East right-of-way line, a distance of 3,532.75 feet to a 1 inch iron pipe in concrete for corner, said point being on the West right-of-way line of State Highway 289 (120-foot wide);

THENCE South 00 degrees 26 minutes 16 seconds East, along said West right-of-way line, a distance of 383.79 feet to a 1 inch found iron pipe for corner, said point being on the North line of a tract of land described to V.C. Norris as recorded in Volume 92, Page 7195, Deed Records, COLLIN County, Texas;

THENCE South 89 degrees 10 minutes 59 seconds West, departing said West right-of-way line and along the North line, a distance of 384.34 feet to a point for corner;

THENCE South 01 degree 17 minutes 49 seconds East, along the West line of said Norris tract, a distance of 622.70 feet to a point for corner;

THENCE North 88 degrees 25 minutes 53 seconds East, along the South line of said Norris tract, a distance of 275.04 feet to a point for corner, said point being the Northwest corner of a 1.08 acre tract of land described by deed recorded in Volume 574, Page 383, Deed Records, COLLIN County, Texas;

THENCE North 88 degrees 21 minutes 44 seconds East, continuing along said South line, a distance of 100.02 feet to a 1 inch iron pipe for corner, said point being on the West right-of-way line of said State Highway 289;

05952 04305

THENCE South 00 degrees 26 minutes 16 seconds East, along said West right-of-way line, a distance of 471.12 feet to a 1/2 inch found iron rod found for corner, said point being on the North line of a tract of Sand described in Omajane Meredith;

THENCE South 88 degrees 44 minutes 11 seconds West, departing said West line and along the North line, a distance of 102.17 feet to a found bolt in concrete said point being the Southwest corner of said 1 .08 acre tract;

THENCE South 88 degrees 44 minutes 11 seconds West, continuing along said North line, a distance of 266.99 feet to a 1 inch found iron pipe for corner;

THENCE South 00 degrees 51 minutes 49 seconds East, along the West line of said Meredith tract and along the West line of a tract of land described to Elizabeth Dauterman, a distance of 206.30 feet to a found 100d nail for corner;

THENCE North 89 degrees 44 minutes 11 seconds East, along the South line of Dauterman tract, a distance of 367.59 feet to a 1/2 inch found iron rod for corner, said point being on the West right-of-way line of said State Highway 289;

THENCE South 00 degrees 24 minutes 04 seconds East, along said West right-of-way line, a distance of 390.60 feet to a 1/2 inch found iron rod for corner, said point being on the North line of a 1.691 acre tract of land described in Volume 93, Page 18810, Deed Records, COLLIN County, Texas;

THENCE South 89 degrees 48 minutes 11 seconds West, departing said West right-of-way line and along said North line, a distance of 351.67 feet to a 1/2 inch found iron rod for corner;

THENCE South 00 degrees 02 minutes 49 seconds East, along the West line of said 1.691 acre tract, a distance of 210.00 feet to a 1 inch found iron pipe for corner;

THENCE North 89 degrees 31 minutes 11 seconds East, along the South line of said 1.691 acres tract, a distance of 352.91 feet to a 1 inch found pipe for corner, said point being on the West right-of-way line of said State Highway 289;

THENCE South 00 degrees 23 minutes 16 seconds East, along said West right-of-way line, a distance of 1,568.20 feet to a point for corner, said point being at the intersection of said West right-of-way line with the North right-of-way line of said COLLIN County Road 24;

THENCE South 89 degrees 53 minutes 11 seconds West, departing said West right-of-way line and along said North right-of-way line, a distance of 634.75 feet to a 1 inch found iron rod for corner;

THENCE South 86 degrees 55 minutes 11 seconds West, continuing along said North right-of-way line, a distance of 1,537.29 feet to a point for corner.

05952 04306

THENCE South 89 degrees 49 minutes 44 seconds West, continuing along said North right-of-way line, a distance of 2,172.80 feet to the POINT OF BEGINNING and containing 14,919,550 square feet or 342.5 acres of land, more or less,

SAVE AND EXCEPT for the interest of the State of Texas in and to that portion of the above tract of land conveyed by Texas Power & Light Co. to the State of Texas in Warranty Deed dated October 24, 1960, filed November 22, 1960, recorded in Volume 574, Page 384 of the Deed Records of COLLIN County, Texas, for park purposes and containing a reversion to Texas Power & Light Company in the event the abandonment of said property as a public park therein. Said deed includes an easement and right of way reserved by Texas Power & Light Company therein.

Exhibit A-1 to Deed - Vesting Deeds
Collin County
Collin S.E.S.

Seq #	Gen #	File #	Tract #	Doc. Type	Grantee	Grantor	Date	County	Vol/Paper/Tract#	Acres	Legal	Comments/Special Provisions
1	COLD1	D-2556		Conveyance Deed	Texas Power & Light Company	Texas Power & Light Company	10/21/1960	Collin	574/303	1.08	Collin County School Lands Survey Abstract No. 148 & B.J. Nauple Survey Abstract No. 669	Conveyance to state for Park Purposes; reverter provision upon abandonment. Grantor reserves all oil, gas & minerals, waives rights of ingress & egress. Grantee reserves easement for power transmission lines.
5	COLD5	D-2975		Deed	Robert M. Douglas, et ux	Texas Power & Light Company	02/21/1953	Collin	474/402	89	B.J. Nauple Survey Abstract No. 669 & Collin County School Lands Survey Abstract No. 148	Grantors reserve undivided 1/2 mineral interest
8	COLD8	D-299		Deed	Winnie Mahon	Texas Power & Light Company	09/16/1953	Collin	475/130	31	B.J. Nauple Survey Abstract No. 669	Save & Except a 60 foot off the east side sold to State of Texas. Grantor reserves undivided 1/2 mineral interest
9	COLD9	D-294		Deed	Lavinia Rowllins	Texas Power & Light Company	09/05/1953	Collin	425/114	2	B.J. Nauple Survey Abstract No. 669	Save & Except a 60 foot off the east side sold to State of Texas. Grantor reserves undivided 1/2 mineral interest
12	COLD10	D-296		Deed	C. E. Mullen	Texas Power & Light Company	07/15/1953	Collin	473/174	56	B.J. Nauple Survey Abstract No. 669	Save & Except a 60 foot off the east side sold to State of Texas. Grantor reserves undivided 1/2 mineral interest
15	COLD12	D-291.5		Deed	Gilbert Caldwell, et ux	Texas Power & Light Company	09/16/1953	Collin	475/111	70	B.J. Nauple Survey Abstract No. 669	Save & Except two tracts previously conveyed @ 265/624 & 212/231 (acreage not provided) also .25 acres sold to State @ 1/1/24. Grantors reserve undivided 1/2 mineral interest
22		D-1213		Deed	McKinney Ice, Light & Coal Company	Texas Power & Light Company	04/08/1916	Collin				Appears UNRECORDED. Covers part of property now owned by grantor. Less & except several smaller tracts in Blocks 2, 7 and 19 of Johnson Addition to City of McKinney
24		DC-5267		Deed	TXU Electric Company	City of Plano	12/07/1959	Collin	457/235 2	0.378	J. Maxwell Survey Abstract No. 580	road deed

05952 04307

Exhibit A-2 to Deed - Water Rights
Collin County
Collin S.E.S.

Seq #	Gen #	File #	Parcel #	Doc Type	Grantor	Grantee	Date	County	Vol/Pag/Tract	Tract#	Acres/pt	Legal	Comments/Special Provisions
2	COLD2	D-2507		Deed	Laura Mulvany	Texas Power & Light Company	06/11/1954	Collin	486/313		100	Collin County School Lands Survey No. 11	Conveyance of exclusive water rights only. Allows for one water well and pump station, from the Travis Peak Sands formation. No abstract number provided
3	COLD3	D-2509		Deed	Gibson Caldwell, et ux	Texas Power & Light Company	02/11/1955	Collin	495/433	1	159.5	German Immigration Company Survey Abstract No. 358	(Tracts 1-5; Conveyance of water wells and pump stations.) 30 acres & 129.5 acres; Save & Except 5.64 acres sold to State of Texas
										2	172.5	T. J. Janson Survey Abstract No. 481	Save & Except 4.67 acres sold to State of Texas
										3	160	Irving Eggleston Survey	Save & Except 6.2 acres sold to Sam Lazarus 5/17/1901 and 4.82 acres sold to State of Texas
										4	25	T. J. Janson Survey Abstract No. 481 & Edward Bradley Survey Abstract No. 86	
										5	41	Edwerg Brinkley Survey Abstract No. 96	Save & Except 4.33 acres sold to State of Texas
4	COLD4	D-2547		Deed	J.A. Gundrum, et ux	Texas Power & Light Company	12/31/1937	Collin	532/325		80	Collin County School Lands Survey Abstract No. 748	Conveyance of exclusive water rights only. Allows for one water well and pump station, from the Travis Peak Sands formation.
6	COLD6	D-2501		Deed	Scottish Rite Grand Lodge A.F. and A.J. of Texas	Texas Power & Light Company	05/15/1954	Collin	405/227			P.W. Republican Survey	Conveyance of exclusive water rights only. Allows for one water well and pump station, from the Travis Peak Sands formation.
7	COLD7	D-2502		Deed	St. John's Baptist Church	Texas Power & Light Company	05/15/1954	Collin	405/241			P.W. Republican Survey	Conveyance of exclusive water rights only. Allows for no water well and pump station, from the Travis Peak Sands formation.
17	COLD13	D-2505		Deed	A. J. Lamer	Texas Power & Light Company	05/11/1954	Collin	405/069		100	Collin County School Lands Survey Abstract No. _____	Conveyance of exclusive water rights only. Allows for one water well and pump station, from the Travis Peak Sands formation.

05952 04308

05952 04309

Exhibit A-2 to Deed - Water Rights
Collin County
Collin S.E.S.

18	COLD14	D-400	Based	E.J. Hughes, et ux	Texas Power & Light Company	02/21/954	Collin	400/484			various	Conveyance of exclusive water rights only. Allows for two water wells and pump stations, from the Travis Peak Sands formation. No acreage amounts given
19	COLD15	D-295.5	Deed	A.P. McHard	Texas Power & Light Company	02/26/954	Collin	400/598	80		Collin County School Lands Survey Abstract No. _____	Conveyance of exclusive water rights only. Allows for one water well and pump station, from the Travis Peak Sands formation

UNOFFICIAL

05952 04310

SCHEDULE "A" TO DEED

PERMITTED EXCEPTIONS

1. Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not, including those created and conveyed to TXU Electric Delivery Company pursuant to the Project Champion Deed or held for the benefit of affiliates of Grantor;
2. All presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral interests outstanding in persons other than Grantor, and other instruments that affect the Genco Property;
3. Validly existing rights of adjoining owners in any walls and fences situated on a common boundary;
4. Any discrepancies, conflicts, or shortages in area or boundary lines;
5. Any encroachments or overlapping of improvements;
6. Taxes for 2005, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee likewise assumes;
7. Terms and conditions of the instruments referred to in Exhibit A-1; and
8. The validly existing regulations, obligations, requirements, terms and conditions imposed by governmental entities with respect to the Genco Property.

05952 04311

EXHIBIT "B"

Electric Transmission Facilities Easement, Electric Distribution Facilities Easement and Appurtenant Facilities Easement granted to TXU Electric Delivery Company in the Project Champion Deed.

UNOFFICIAL

THIS DOCUMENT IS UNOFFICIAL. IT IS NOT A COPY OF THE ORIGINAL RECORD. IT IS A COPY OF THE ORIGINAL RECORD AS IT APPEARS IN THE PUBLIC RECORDS. IT IS NOT A COPY OF THE ORIGINAL RECORD AS IT APPEARS IN THE PUBLIC RECORDS. IT IS NOT A COPY OF THE ORIGINAL RECORD AS IT APPEARS IN THE PUBLIC RECORDS.

JUL 01 2005

Brenda Taylor



Filed for Record in:
Collin County, McKinney TX
Honorable Brenda Taylor
Collin County Clerk

On Jul 01 2005
At 2:18pm

Doc/Num : 2005- 0098247

Recording/Type:D1 36.00
Receipt #: 26746

EASEMENTS