

**AMENDMENT No. 1
to GUARANTY AGREEMENT**

This is the first Amendment ("Amendment No. 1") to the Guaranty Agreement dated as of July 21, 2010 (the "Guaranty Agreement") given by DTE Energy Company in favor of Duke Energy Ohio, Inc., for the benefit of DTE Energy Supply, Inc., for an amount of \$450,000.

This Amendment No. 1 will supplement, form a part of, and be subject to the Guaranty Agreement. The definitions and provisions contained in the Guaranty Agreement govern this Amendment No. 1 except as expressly modified below.

1. Guarantor hereby agrees to extend the termination / expiration date of said Agreement from June 30, 2012 to June 30, 2014.
2. All other terms and conditions of the Guaranty remain unchanged.

IN WITNESS WHEREOF, the Guarantor has caused its duly authorized officer to execute and deliver this Amendment No. 1 as of June 15, 2012.

DTE ENERGY COMPANY

By: _____


David Murphy
Assistant Treasurer