

DETROIT EDISON CO
Form 8-K
December 14, 2006

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): December 8, 2006

Commission File Number	Exact Name of Registrant as Specified in its Charter, State of Incorporation, Address of Principal Executive Offices and Telephone Number	IRS Employer Identification No.
1-11607	DTE Energy Company (a Michigan corporation) 2000 2nd Avenue Detroit, Michigan 48226-1279 313-235-4000	38-3217752
1-2198	The Detroit Edison Company (a Michigan corporation) 2000 2nd Avenue Detroit, Michigan 48226-1279 313-235-4000	38-0478650

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Twenty-First Supplemental Indenture, dated as of December 1, 2006

Supplemental Indenture, dated as of December 1, 2006

Loan Agreement dated as of December 1, 2006

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Item 1.01. Entry into a Material Definitive Agreement.

Indentures

The Detroit Edison Company (Detroit Edison) and The Bank of New York Trust Company, N.A., as successor trustee, entered into a supplemental indenture dated as of December 1, 2006 in connection with the issuance by Detroit Edison on December 8, 2006 of \$68,500,000 aggregate principal amount of 2006 Series CT Variable Rate Senior Notes due 2036 (the Notes). The Notes were issued in conjunction with the municipal bond insurance arrangements for the issuance of \$68,500,000 Michigan Strategic Fund Variable Rate Limited Obligation Revenue Bonds (The Detroit Edison Company Exempt Facilities Project), Series 2006CT (the Revenue Bonds) by the Michigan Strategic Fund, a public body corporate and politic of the State of Michigan, the proceeds of which were loaned to Detroit Edison pursuant to the Loan Agreement described below. Interest on the Notes accrues on a basis consistent with the Revenue Bonds at a variable rate as established for the Revenue Bonds from time to time.

The Notes are secured by a corresponding series of Detroit Edison s General and Refunding Mortgage Bonds, 2006 Series CT (the Mortgage Bonds). The Mortgage Bonds were issued pursuant to a supplemental indenture between Detroit Edison and J.P. Morgan Trust Company, National Association, as successor trustee, dated as of December 1, 2006.

Loan Agreement

Detroit Edison entered into a Loan Agreement dated as of December 1, 2006 with the Michigan Strategic Fund (Issuer). The Loan Agreement provides for the issue and sale of the Revenue Bonds described above by the Issuer and the loan by the Issuer of the proceeds of the Revenue Bonds to Detroit Edison. Detroit Edison will use the proceeds to finance the construction, acquisition, improvement and installation of certain solid waste disposal facilities at Detroit Edison s Monroe Power Plant located in the City of Monroe, County of Monroe, Michigan (the Project), including reimbursing Detroit Edison for prior expenditures related to the Project. The terms of the Loan Agreement substantially mirror the terms of the Revenue Bonds.

The Supplemental Indentures are filed together with the Loan Agreement as exhibits to this Current Report, and the description of each document above is qualified in its entirety by reference to the Supplemental Indentures and the Loan Agreement.

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Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of the Registrant.

On December 8, 2006, Detroit Edison borrowed \$68,500,000 from the Michigan Strategic Fund pursuant to the Loan Agreement described in Item 1.01 above and issued corresponding \$68,500,000 aggregate principal amount of 2006 Series CT Variable Rate Senior Notes due 2036 in conjunction with the municipal bond insurance arrangements for the Revenue Bonds described in Item 1.01 above. Reference is made to the information contained under Item 1.01 in this Current Report for additional information.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

- 4.1 Twenty-First Supplemental Indenture, dated as of December 1, 2006, to the Collateral Trust Indenture, dated as of June 30, 1993, between The Detroit Edison Company and The Bank of New York Trust Company, N.A., as successor trustee, providing for 2006 Series CT Variable Rate Senior Notes due 2036.

- 4.2 Supplemental Indenture, dated as of December 1, 2006, to the Mortgage and Deed of Trust, dated as of October 1, 1924, between The Detroit Edison Company and J.P. Morgan Trust Company, National Association, as successor trustee, providing for General and Refunding Mortgage Bonds, 2006 Series CT.

- 10.1 Loan Agreement dated as of December 1, 2006 between The Detroit Edison Company and the Michigan Strategic Fund.

Forward-Looking Statements:

This Form 8-K contains forward-looking statements that are subject to various assumptions, risks and uncertainties. It should be read in conjunction with the Forward-Looking Statements section in each of DTE Energy's and Detroit Edison's 2005 Form 10-K (which sections are incorporated by reference herein), and in conjunction with other SEC reports filed by DTE Energy and Detroit Edison that discuss important factors that could cause DTE Energy's and Detroit Edison's actual results to differ materially. DTE Energy and Detroit Edison expressly disclaim any current intention to update any forward-looking statements contained in this report as a result of new information or future events or developments.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Date: December 14, 2006

DTE ENERGY COMPANY
(Registrant)

/s/ Paul A. Stadnikia

Paul A. Stadnikia
Assistant Treasurer

THE DETROIT EDISON
COMPANY
(Registrant)

/s/ Paul A. Stadnikia

Paul A. Stadnikia
Assistant Treasurer

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Exhibit Index

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4.2	Supplemental Indenture, dated as of December 1, 2006, to the Mortgage and Deed of Trust, dated as of October 1, 1924, between The Detroit Edison Company and J.P. Morgan Trust Company, National Association, as successor trustee, providing for General and Refunding Mortgage Bonds, 2006 Series CT.
10.1	Loan Agreement dated as of December 1, 2006 between The Detroit Edison Company and the Michigan Strategic Fund.