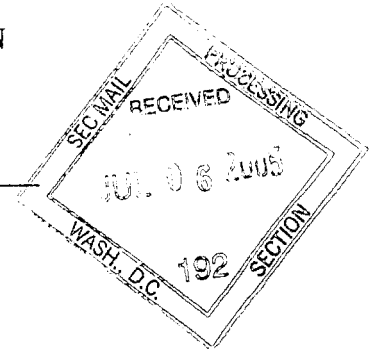


05060081

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549



**FORM 11-K/A**

**ANNUAL REPORT PURSUANT TO SECTION 15 (d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2004

Commission file number 1-7310 (Michigan Consolidated Gas Company)

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN**

(Full title of the plan and the address of the plan,  
if different from that of the issuer named below)

**DTE ENERGY COMPANY**  
2000 2<sup>nd</sup> Avenue  
Detroit, Michigan 48226-1279

PROCESSED

JUL 12 2005

(Name of issuer of the common stock issued pursuant to the  
plan and the address of its principal executive office)

THOMSON  
FINANCIAL

# MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN

## TABLE OF CONTENTS

	<u>Page</u>
Report of Independent Registered Public Accounting Firm.	1
Statement of Net Assets Available for Benefits as of December 31, 2004 and 2003.	2
Statement of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2004.	3
Notes to Financial Statements.	4
Signature.	11

**George Johnson  
& Company**

243 West Congress • Suite 1080 • Detroit, Michigan 48226  
(313) 965-2655 • Fax (313) 965-4614

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

May 27, 2005

To the Participants, Benefit Plan Administration Committee, and Investment Committee  
MichCon Investment and Stock Ownership Plan  
Detroit, Michigan

We have audited the accompanying statements of net assets available for benefits of the MichCon Investment and Stock Ownership Plan (the "Plan") as of December 31, 2004 and 2003, and the related statement of changes in net assets available for benefits for the year ended December 31, 2004. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the aforementioned financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2004 and 2003, and the changes in net assets available for benefits for the year ended December 31, 2004, in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The DTE Energy Stock Fund (the "Fund") information in the statement of changes in net assets available for benefits is presented for purposes of additional analysis rather than to present the changes in net assets available for benefits for the Fund. The Fund information has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

*George Johnson & Company*

CERTIFIED PUBLIC ACCOUNTANTS  
Detroit, Michigan

## MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN

### STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

(Thousands)	December 31	
	2004	2003
<b>ASSETS</b>		
Investments, at fair value:		
Investment in DTE Energy Master Plan Trust (Note 4)	<u>\$40,704</u>	<u>\$96,779</u>
Total Investments	<u>40,704</u>	<u>96,779</u>
Receivables:		
Employer contributions	98	91
Participant contributions	<u>169</u>	<u>158</u>
Total Receivables	<u>267</u>	<u>249</u>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<u><b>\$40,971</b></u>	<u><b>\$97,028</b></u>

See accompanying Notes to Financial Statements

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN**

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**

**FOR THE YEAR ENDED DECEMBER 31, 2004**

(Thousands)	<u>DTE ENERGY STOCK FUND</u>	<u>TOTAL</u>
<b>ADDITIONS TO NET ASSETS ATTRIBUTED TO:</b>		
Investment Income:		
Net appreciation in fair value of investments in the DTE Energy Master Plan Trust	\$1,254	\$2,778
Dividends and interest	405	858
Interest on loans to Participants	19	96
	<u>1,678</u>	<u>3,732</u>
Contributions		
Employer	644	964
Participants	277	1,805
	<u>921</u>	<u>2,769</u>
Total Additions	<u>2,599</u>	<u>6,501</u>
<b>DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:</b>		
Distributions and withdrawals	(1,744 )	(4,240 )
Administrative fees	-	(2 )
Transfers from loan fund (net)	(105 )	-
Transfers of assets among sponsored plans (net)	(23,477 )	(58,316 )
	<u>(25,326 )</u>	<u>(62,558 )</u>
<b>NET DECREASE</b>	<b>(22,727 )</b>	<b>(56,057 )</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>		
Beginning of year	<u>36,940</u>	<u>97,028</u>
End of year	<u>\$14,213</u>	<u>\$40,971</u>

See accompanying Notes to Financial Statements

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

**NOTE 1 - PLAN DESCRIPTION**

The following description of the MichCon Investment and Stock Ownership Plan (Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

**General**

The Plan is a voluntary, defined contribution plan for regular full-time or part-time employees of Michigan Consolidated Gas Company who are represented by:

- (1) Local #223 – Gas Division of the Utility Workers Union of America (excluding Citizens Gas Fuel Company represented employees). Effective in 2004, the accounts of these participants were transferred to the Detroit Edison Company Savings & Stock Ownership Plan for Employees Represented by Local 223 of the Utility Workers Union of America;
- (2) Local #799C Transmission and Storage Operations (T&SO), International Chemical Workers Union Council, United Food and Commercial Workers;
- (3) Local #799C Northern, International Chemical Workers Union Council, United Food and Commercial Workers;
- (4) Local #70C, International Chemical Workers Union Council, United Food and Commercial Workers; or
- (5) Local #132C, International Chemical Workers Union Council, United Food and Commercial Workers

who are at least 18 years old and have attained three months of service. Effective during 2004 for Local #799C T&SO, employees are eligible to participate immediately upon hire.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan is sponsored solely by Michigan Consolidated Gas Company (MichCon or the Company), an indirect subsidiary of DTE Energy Company (DTE).

The Investment Committee is responsible for the investment aspects of the Plan. The Company is responsible for the administration of the Plan.

Brokerage fees, transfer taxes and other expenses incidental to the purchase or sale of securities are paid from Plan assets. Investment management fees are paid from Plan assets. These expenses are reflected as a reduction in the fair value of the Funds.

**Contributions**

A Participant may contribute to the Plan on a pre-tax (Tax Deferred Contribution), post-tax (Employee Contribution) and, if applicable, a catch-up contribution basis (Catch-Up Contribution). Participants age 50 or older are eligible to make pre-tax Catch-Up Contributions in accordance with, and subject to the limitations of, Section 414(v) of the Internal Revenue Code of 1986, as amended (IRC). Employees may contribute up to 17%, after required

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

withholdings and voluntary payroll deductions, of eligible Compensation (as defined in the Plan) on a combined Tax Deferred Contribution, Employee Contribution, and Catch-Up Contribution (if applicable) basis. Effective during 2004, Local #799C T&SO employees may contribute up to 100% of Compensation on a combined Tax Deferred Contribution, Employee Contribution and Catch-Up Contribution basis. Participants may also directly roll over into the Plan distributions of certain assets from a tax-qualified plan of a prior employer (Direct Rollover Contributions).

The IRC limits the amount of Tax Deferred Contributions which may be contributed to the Plan annually. This amount is indexed for inflation annually as required by the IRC. In the event a Plan Participant's Tax Deferred Contributions reach the maximum amount permitted by the IRC, further contributions for the remainder of the Plan year will automatically be deemed to be Employee Contributions. If a Participant's total annual additions (Tax Deferred Contributions, Employee Contributions and Company Contributions) reach the IRC limit for the Plan year, the Participant's contribution will be stopped or refunded, as applicable.

The Company Contribution is 100% up to the first 3% of the aggregate of a Participant's Tax Deferred Contribution and Employee Contribution for individuals who have attained one year of service. For Participants who have completed at least three years of service, the Company Contribution is increased to 4%; for Participants who have completed at least nine years of service the Company Contribution is increased to 5%; and for Participants with 23 or more years of service, the Company Contribution is increased to 6%. Effective during 2004, (1) for Local #799C T&SO employees who were hired prior to November 1, 2004, the Company Contribution will be 100% for the first 4% of a Participant's Deferred Contribution and Employee Contribution for employees with six months through three years of service and (2) for Local #799C T&SO employees who were hired on or after November 1, 2004, the Company Contribution will be 75% of the first 4% of a Participant's Deferred Contribution and Employee Contribution for employees with at least six months of service.

Sixty percent of the Company's matching contributions will be made in restricted DTE Energy common stock and the remaining 40% will be made in unrestricted DTE Energy common stock. Restricted stock may be redirected to another investment fund in the Plan after one full calendar year following the year in which the contribution was made. Unrestricted stock may be redirected to another investment fund at any time. Effective during 2004 for Local #799C T&SO employees, 100% of the Company's matching contributions will be made in restricted DTE Energy common stock, which may be redirected to other investments after one full calendar year.

The Company also provides a longevity award, equal to \$600 in DTE Energy common stock, which is contributed annually in March of each year to the DTE Energy Stock Fund accounts of employees with 30 years of service or more as of March 1 who do not meet the IRC definition of a highly compensated employee.

While the Company has made its contributions to the Trustee with respect to a Plan year on a current basis, the Plan permits the Company to make Company Contributions for a Plan year no later than the due date (including extensions of time) for filing DTE Energy Company's consolidated federal income tax return for such year. Employee Contributions and Tax Deferred

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

Contributions are paid to the Plan when amounts can be reasonably segregated. The Company expects to continue to make Plan contributions on a current basis.

**Participant Accounts**

Each Participant's account is credited with the Participant's contributions, including eligible Direct Rollover Contributions, allocations of the Company Contributions and Plan earnings. Allocations are based on Participant earnings or account balances, as defined. Forfeited balances of terminated Participants' nonvested accounts are used to reduce future Company Contributions. The benefit to which a Participant is entitled is the benefit that can be provided from the Participant's vested account.

**Vesting**

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company Contribution portion of a Participant's account, plus actual earnings thereon occurs after the Participant completes five years of service. Effective during 2004 for Local #799C T&SO, Participants are 20% vested after completing two years of service and will vest an additional 20% each year thereafter until they are 100% vested.

**Investment Options**

Participants may elect to have their pre-tax, post-tax, catch-up and Direct Rollover Contributions invested entirely in any one of the investment funds or in any combination of the investment funds. Participants may transfer existing account balances in the investment funds on a daily basis with the exception of the DTE Energy Restricted Stock Fund. Participants may change their investment direction and amount of future contributions effective with the next payroll period.

The DTE Energy Stock Fund invests solely in the common stock of DTE. This fund consists of two components, restricted and unrestricted. The restricted fund includes 60% of the employer match. The 60% portion of the Company's match that is in DTE Energy common stock will only be restricted for one full calendar year for the purposes of transferring out of the fund and two full calendar years for the purpose of withdrawals from the fund. The unrestricted fund may include Employee Contributions and any portion of the remaining Company Contributions. Effective during 2004 for Local #799 T&SO employees, 100% of the Company's matching contributions will be made in restricted DTE Energy common stock, which may be redirected to other investments after one full calendar year.

This entire fund is considered to be the Employee Stock Ownership Plan (ESOP) portion of the Plan. Quarterly dividends from DTE Energy common stock are automatically reinvested in DTE Energy common stock. DTE Energy common stock dividends accumulated under the ESOP may be paid in cash to each Participant within 90 days of the end of the previous Plan year.

The DTE Energy Stock Fund also contains participant-directed investments. The changes in the participant-directed and nonparticipant-directed portions of the DTE Energy Stock Fund are not separately disclosed on the Statement of Changes in Net Assets Available for Benefits.



**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

Contributions received by the Trustee for the DTE Energy Stock Fund are invested in DTE Energy common stock. The Trustee currently purchases and sells shares of DTE Energy common stock in open market transactions at prevailing market prices. However, the Trustee may purchase or sell DTE Energy common stock from or to DTE Energy if the purchase or sale price is for adequate consideration. Brokerage commissions are charged against the DTE Energy Stock Fund.

A Participant's interest in the DTE Energy Stock Fund is measured by share trading. A share-traded investment is traded and valued on a share basis.

**Transfers**

Net transfers represent Participants transferring between different plans of the affiliated group due to a change in employment status.

**Administrative and Brokerage Fees**

Expenses in connection with the purchase or sale of stock or other securities are charged to the Participant for whom the purchases or sales are made. Participants pay 100% of the investment management and other related expenses of the funds. The Trustee and the Company pay all costs of administering the Plan.

**Forfeited Accounts**

At December 31, 2004 and December 31, 2003, forfeited nonvested accounts totaled approximately \$3,000 and \$2,000, respectively. These accounts will be used to reduce future Company Contributions.

**Distributions, Withdrawals and Loans**

Distributions of a Participant's Tax Deferred Contributions (including Direct Rollover Contributions) will be made only upon retirement or disability, as defined under the Plan, termination of employment, death, attainment of age 59½, or hardship. A hardship distribution is permitted only for (a) medical expenses for the Participant, his or her spouse, children or dependents, (b) tuition expenses for the Participant, his or her spouse, children or dependents, (c) expenditures to purchase a principal residence, or (d) payments to prevent eviction or foreclosure on a principal residence.

Participants may borrow funds from their account attributable to Tax Deferred Contributions, Employee Contributions, Catch-Up Contributions and Direct Rollover Contributions not more than once during any calendar year. The number of loans outstanding at one time is limited to two. Participants may borrow from their fund accounts a minimum of \$500 (\$1,000, effective during 2004 for Local #799C T&SO Participants) up to the lesser of (1) \$50,000 reduced by (a) the highest outstanding balance of loans from the Plan during the one-year period ending on the day before the loan was made, over (b) the outstanding balance of loans from the Plan on the date the loan is made, or (2) 50% of the Participant's Account at the time the loan is made, subject to certain terms and conditions, for a period of 1 to 5 years, and for principal residence loans up to 15 years (25 years, effective during 2004 for Local #799C T&SO Participants), at the prime

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

interest rate plus 2½ %, updated quarterly (up to the nearest ½ %) (prime interest rate plus 1%, updated monthly, effective during 2004 for Local #799C T&SO Participants). Proceeds for any loan are obtained through the pro rata liquidation of the Participant's account, then transferred to the Participant's loan account and thereupon paid in cash to the Participant by the Trustee. Loan payments of principal and interest are invested as received according to the Participant's current investment direction. Prepayment of loans can be made without penalty provided such prepayment is made in whole.

**Plan Termination**

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA, except as otherwise agreed to pursuant to collective bargaining. In the event of Plan termination, the Plan assets shall be distributed ratably to the Participants in proportion to the total values of their respective Plan accounts.

Each participating employer may withdraw from or terminate its participation in the Plan at any time. Under these circumstances, the Committee shall direct the Trustee to (1) segregate, in a separate trust, amounts held under the Plan, which are applicable to the Participants of such employer (in the event of withdrawal); or (2) distribute to the Participants of such employer amounts attributable to such Participants' investments under the Plan (in the event of termination).

**Subsequent Changes in Plan Provisions**

In 2005, the Company negotiated new contracts with certain unions. The provisions of these new contracts modified certain provisions of the Plan with respect to the employees covered by these unions. The Company's management intends to amend the Plan to incorporate these changes in Plan provisions.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Accounting**

The accompanying financial statements of the Plan are prepared on the accrual basis of accounting.

**Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent asset and liabilities at the date of the financial statements and the reported amounts of additions to and deductions from net assets available for benefits during the reported period. Actual results may differ from those estimates.

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

**Valuation of Investments and Income Recognition**

Investments are stated at fair market value, (the last reported sales price on the last business day of the year). Participant loans receivable are valued at cost, which approximates fair value. The average cost basis is used for determining the cost of investments sold. Unrealized appreciation and/or depreciation resulting from changes in fair value is included in the Statement of Changes in Net Assets Available for Benefits.

Purchases and sales of securities are recorded on a trade date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

The DTE Energy Stock Fund recognizes gains or losses on stock distributed to terminated Participants in settlement of their accounts equal to the difference between the cost and the fair value of the shares distributed.

**Payment of Benefits**

Benefits are recorded when paid.

**NOTE 3 - FEDERAL INCOME TAX STATUS**

The Internal Revenue Service has determined and informed the Company by a favorable determination letter dated May 8, 2003, that the Plan and related Trust are designed in accordance with applicable sections of the IRC. The favorable determination letter indicates that the terms of the Plan conform to the requirements of Sections 401(a) and 401(k) of the IRC. The Company, therefore, has a basis for deducting contributions to the Plan. The Participants are not taxed currently on Tax Deferred Contributions, Catch-Up Contributions and Company Contributions to the Plan or on Plan earnings (including appreciation) allocated to their accounts. The Plan administrator and the Plan's legal counsel believe that the Plan and related Trust are currently designed and being operated in compliance with the applicable requirements of the IRC.

**NOTE 4 - THE DTE ENERGY MASTER PLAN TRUST**

The Detroit Edison Company Master Plan Trust between The Detroit Edison Company and Fidelity Management Trust Company (Fidelity or Trustee), dated as of June 30, 1994, and as amended, was merged with the MCN Energy Group Defined Contribution Plans Master Trust and renamed The DTE Energy Master Plan Trust (Master Trust). The trust agreement appointed Fidelity trustee for the Plan and sets forth the Trustee's obligations.

The Master Trust consists of certain commingled assets of the Plan, the DTE Energy Company Savings and Stock Ownership Plan, the Detroit Edison Company Savings & Stock Ownership Plan for Employees Represented by Local 17 of the International Brotherhood of Electrical Workers, and the Detroit Edison Company Savings & Stock Ownership Plan for Employees Represented by Local 223 of the Utility Workers Union of America.

**MICHCON INVESTMENT AND STOCK OWNERSHIP PLAN  
NOTES TO FINANCIAL STATEMENTS**

The Plan's investment in the Master Trust in the Statement of Net Assets Available for Benefits represents the Plan's allocated portion (approximately 3% and 8% at December 31, 2004 and 2003, respectively). The Plan's allocated portion of the investments is equal to the fair value of the Plan's assets contributed, adjusted by the Plan's allocated share of the Master Trust investment income and expenses, Employee and Company Contributions and distributions and withdrawals paid to Participants.

A summary of the Master Trust assets as of December 31, 2004 and 2003 is as follows:

(Thousands)	<u>2004</u>	<u>2003</u>
Investments, at fair value		
DTE Energy Stock Fund	\$ 314,862	\$ 302,096
Registered investment companies	1,021,484	924,703
Loans due from Participants	32,158	31,614
Other assets in transit	175	790
Total investments	<u>\$ 1,368,679</u>	<u>\$ 1,259,203</u>
Assets held in Master Trust	<u>\$ 1,368,679</u>	<u>\$ 1,259,203</u>

The following is a summary of investment gain in the Master Trust for the year ended December 31, 2004:

(Thousands)	
Interest, dividend and other income on investments	\$ 28,540
Net appreciation in registered investment companies	74,111
Net appreciation in DTE Energy Stock fund	<u>27,175</u>
Total investment gain	<u>\$ 129,826</u>

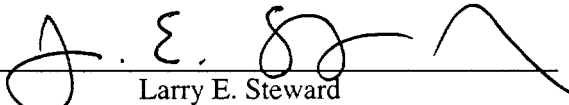
**NOTE 5 - RELATED PARTY TRANSACTIONS**

Certain Master Trust investments are shares of registered investment companies managed by Fidelity Investments. Fidelity Investments is the trustee as defined by the Plan; therefore, these transactions qualify as party-in-interest.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Trustee (or other persons who administer the employee benefit plan) has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

**MICHCON INVESTMENT AND  
STOCK OWNERSHIP PLAN**

  
\_\_\_\_\_  
Larry E. Steward  
Vice President Human Resources

July 5, 2005

**EXHIBIT INDEX**

**Number**

---

**23-A**      **Consent of Independent Registered Public Accounting Firm – George Johnson & Company**

**George Johnson  
& Company**

243 West Congress • Suite 1080 • Detroit, Michigan 48226  
(313) 965-2655 • Fax (313) 965-4614

**EXHIBIT 23-A**

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

June 28, 2005

To the Participants, Benefit Plan Administration Committee, and Investment Committee  
MichCon Investment and Stock Ownership Plan  
Detroit, Michigan

We consent to the incorporation, by reference in Registration Statement No. 333-62192 of DTE Energy Company on Form S-8, of our report dated May 27, 2005, with respect to the statements of net assets available for benefits of the MichCon Investment and Stock Ownership Plan as of December 31, 2004 and 2003, and the related statement of changes in net assets available for benefits for the year ended December 31, 2004, which report appears in the December 31, 2004 Annual Report on Form 11-K of the MichCon Investment and Stock Ownership Plan. This filing is being filed for the purpose of amending the Annual Report on Form 11-K, which was filed on June 16, 2005. The Annual Report on Form 11-K is hereby being withdrawn and has been replaced with the amended Annual Report on Form 11-K/A.

*George Johnson & Company*

CERTIFIED PUBLIC ACCOUNTANTS  
Detroit, Michigan