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RICHARD N. TAKECHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

Reserved for Register of Deeds

East of US

No. 8846

PRIVATE LINE EXTENSION AGREEMENT

This Agreement, between METROPOLITAN UTILITIES DISTRICT OF OMAHA ("District"), and MCI Telecommunications Corporation ("Owner"), witness:

For valuable consideration, an extension of the agreement dated March 23, 1983, and recorded at Book 691 Page 340&341 of the Register of Deeds for Douglas County, Nebraska, granting a permit for a private water line to serve the following described real estate in Douglas County, Nebraska:

See Exhibit A attached hereto and made a part hereof.

more commonly known as 5857 N 60th St (Street Address) is granted under the following terms and conditions.

In the event that the real estate shall be included in a Water Main District and become subject to assessment for the extension of a water main, Owner and Owner's successors shall waive and hereby waive all objections to the creation of the Water Main District and to the levy and assessment of a special tax against the real estate to pay the cost of the extension of a water main.

This extension shall continue until a water main abutting the property is constructed, at which time Owner shall abandon the private water line in accordance with District Rules and Regulations. Owner may connect to the main after payment of all applicable fees. The District may revoke this permit at its sole discretion and for any reason it deems appropriate. All terms of the original private line agreement not inconsistent with this extension agreement shall remain in effect.

This agreement shall run with the real estate and be binding upon the parties, their successors, grantees, heirs or representatives.

Approval Law Department:

[Signature] 7-30-97
Name Date

METROPOLITAN UTILITIES DISTRICT OF OMAHA

By: Scott G. Keep 8-27-97
Name Date

Title: Mgr Marketing / Mech Service

Signature of Owner(s)

Keith Steiner Vice President
MCI Telecommunications Corporation

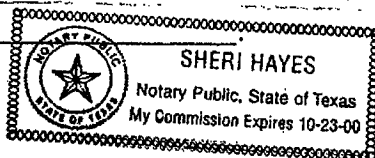
By: [Signature]

TEXAS
STATE OF NEBRASKA)
COUNTY OF DALLAS) ss

This instrument was acknowledged before me on June 17, 1997

by Keith E. Steiner, Vice President of MCI Telecommunications Corporation

Name of Owner(s)



[Signature]
Notary Public

FOR M.U.D. USE ONLY

- Owner's mailing address: 2270 Lakeside Blvd 301 30/045 30 DEL FB 54-19540 C/O COMPANY
Richardson TX 75082
- Other fees paid: N/A

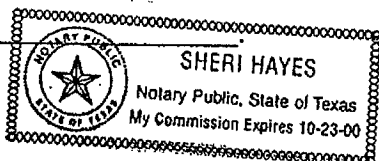
Exhibit A

A tract of land located in Lot 12 of the Kensington Addition to the City of Omaha, located in Section 31, Township 16 North, Range 13 East of the 6th P.M., in Douglas County, Nebraska, more particularly described as follows:

Commencing at the Southwest corner of the Northwest Quarter of the Southwest Quarter of said Section 31; thence N00°00'00"E (assumed bearing) along the West line of said SW 1/4 of Section 31, a distance of 661.96 feet; thence S89°48'47"E a distance of 57.00 feet to a point on the East R.O.W. line of 60th Street, said point also being the Northwest corner of said Lot 12; thence continuing S89°48'47"E along the North line of said Lot 12, a distance of 384.47 feet, to the point of beginning; thence continuing S89°48'47"E along said North line of said Lot 12, a distance of 227.70 feet; thence S00°00'00"W, a distance of 231.09 feet; thence N89°48'47"W, a distance of 226.78 feet; thence N00°00'00"E, a distance of 231.09 feet to the point of beginning, containing 1.206 acres, more or less.

by Keith E. Steiner, Vice President of MCI Telecommunications Corporation

Name of Owner(s)



Sheri Hayes
Notary Public

FOR M.U.D. USE ONLY

- Owner's mailing address: 2270 Lakeside Blvd
Richardson TX 75082
- Other fees paid: N/A