



1255 632 MISC



09708 98 632-633

RICHARD N. TAKECHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

98 JUL 17 AM 11:06

RECEIVED

WHEN RECORDED RETURN TO:

Cox Communications Omaha, Inc.
11505 W. Dodge Rd.
Omaha NE 68154

MEMORANDUM OF AGREEMENT
(NEBRASKA)

PLEASE TAKE NOTICE that **Tudor Heights Apartments**, ("Owner") and CoxCom, Inc. d/b/a Cox Communications Omaha, Inc., a Nebraska corporation ("Cox Communications") have entered into a Telecommunications Service and Access Agreement ("Agreement") dated June 1, 1998, which, in accordance with its terms, entitles Cox Communications to provide cable television services throughout the property described on Schedule C attached hereto and incorporated herein by this reference. Among other things, the Agreement provides Cox Communications with rights of ingress and egress to the property necessary or useful to provide such service and maintain its facilities on the property used in providing such services. The Agreement binds any successors and assigns of the Owner in accordance with its terms. A copy of relevant provisions of the Agreement will be provided to any properly interested person upon written request.

Cox Communications requests that it receive notice of any pending trustee or foreclosure sale or receivership, bankruptcy or other proceeding affecting the property, sent to the address above.

The parties have caused this Agreement to be executed by their duly authorized representatives as of the date and year first above written.

Cox Communications Omaha

A Nebraska corporation

By: [Signature]

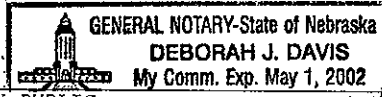
Its: VP - GM

Print Name: Heck

STATE OF NEBRASKA

COUNTY OF DOUGLAS

The forgoing instrument was acknowledged before me this 10th day of June, 1998 by Deborah J. Davis as MDU SA of Cox Communications Omaha, Inc., a Nebraska corporation, on behalf of said corporations.



NOTARY PUBLIC
My Commission Expires: _____

Tudor Heights Apartments LIMITED PARTNERSHIP

By: [Signature]

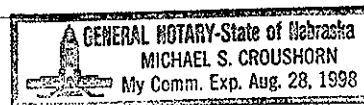
Its: GENERAL PARTNER

STATE OF NE

The foregoing instrument was acknowledged before me this 3rd day of June, 1998 by A Lisa Croushorn as Office Mgr. of P.M.C. a _____, on behalf of said company.

[Signature]
NOTARY PUBLIC

My Commission Expires: _____



9708 / 63-23680
FEE 21.00 FB _____
BKF 272 C/O _____ COMP VP
DEL _____ SCN ds FV _____

Exhibit "A"

(Legal Description)

The subject property is located at 10505 Evans Plaza and is legally described as: Lots 1 through 15, inclusive, part of Lot 16 and Lots 17 through 22, inclusive, and vacated portions of Birch and Pinkney Streets in Maple Heights, as surveyed, plotted and recorded in the NW $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 9, Township 15 North, Range 12 East of the 6th P.M., Douglas County, Nebraska.