



MISC 2003212601

RICHARD W. TAKESH
REGISTER OF DEEDS
DOUGLAS COUNTY, NE.



OCT 30 2003 12:25 P 1

RECEIVED

Exhibit "B"

WHEN RECORDED RETURN TO: Julie Dermody
 Cox Communications Omaha, Inc.
 11505 W. Dodge Rd.
 Omaha NE 68154

MEMORANDUM OF AGREEMENT (NEBRASKA)

PLEASE TAKE NOTICE that Middletown Properties, ("Owner") and CoxCom, Inc. d/b/a Cox Communications Omaha, Inc., a Nebraska corporation ("Cox Communications") have entered into a Telecommunications Agreement ("Agreement") dated June 2, 2003, 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.

IN WITNESS WHEREOF, 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: D. Barribal for Janet Barnard
 Its: GENERAL MANAGER
 Print Name: D. BARRIBAL for JANET BARNARD



STATE OF NEBRASKA
 COUNTY OF DOUGLAS
 The foregoing instrument was acknowledged before me this 1st day of July, 2003 by D. Barribal for Janet Barnard as UP/om of Cox Communications Omaha, Inc. a Nebraska corporation, on behalf of said corporation.

Julie A. Dermody
 NOTARY PUBLIC
 My Commission Expires: 4/1/04

Middletown Properties
 By: Laura L. Barr
 Its: Property Mgr
 Print Name: Laura L. Barr

misc a
 1/5
 FEE 7.50 FB 16-18500
 BKP _____ C/O _____ COMP 18
 DEL _____ SCAN _____ FV _____

STATE OF Nebraska
 COUNTY OF Douglas
 The foregoing instrument was acknowledged before me this 10 day of June, 2003 by Laura L. Barr as Property Mgr of Middletown Properties, on behalf of said company.

TERRI A. BANDIERA
 NOTARY PUBLIC
 My Commission Expires: 06/06/06

Middletown Properties legal descriptions are:
 Isaacs & Seldens Add, Lot 000002, Block 00004, LTS 1 \$ 132x124
 Isaacs & Seldens Add, Lot 000008, Block 00004, E 50 FT LT 6 & All LTS 7 & 8 182x124