

NOT
FILED IN
RECORD

DATE
July 10, 1995

RIGHT-OF-WAY EASEMENT

Doc.#

Empire Spectrum, L.P. a Nebraska Limited Partnership
Owner(s) of the real estate described as follows, and hereafter referred to as "Grantor",

Lots Forty-nine thru Fifty-four (49-54) together with lots Sixty-one (61) and Sixty-two (62) Empire Park Replat II as surveyed, platted and recorded in Douglas County, Nebraska.

In consideration of the sum of One Dollar (\$1.00) and other valuable consideration, receipt of which is hereby acknowledged, do hereby grant to the OMAHA PUBLIC POWER DISTRICT, a public corporation, its successors and assigns, hereafter referred to as "District", an easement with rights of ingress and egress thereto, to construct, operate, maintain, replace and remove its underground electric facilities, consisting of cables, wires, conduits, manholes, drains, splicing boxes and other appurtenances, upon, over, along and under the following described real estate, to wit:

(See exhibit on the reverse side hereof for sketch of easement area).

CONDITIONS:

The Grantor hereby grants to the District, its successors and assigns, the right, privilege and authority to clear all trees, roots, brush, and other obstructions from the surface and subsurface of said strip and to temporarily open any fences crossing said strip. Grantor agrees that grade shall not be reduced more than one foot (1') in elevation without the prior approval of the District. The Grantor understands that a single pole and appurtenances may be used to provide service to this property.

In granting this easement, it is understood that said cables shall be buried below plow depth in order to not interfere with the ordinary cultivation of the strip. Damages to fences and growing crops arising from the construction and maintenance of the aforesaid system shall be paid for by the District.

The Grantor covenants that he/she/they has/have lawful possession of said real estate, good, right and lawful authority to grant such right and that their executors, administrators, successors and assigns shall warrant and defend the same and will indemnify and hold harmless the District forever against the claims of all persons whatsoever in any way asserting any right, title or interest prior to or contrary to this right. Grantor shall exercise good judgement in the installation or modification of said underground services, and shall be responsible for its own negligence.

IN WITNESS WHEREOF, the Owner(s) have executed this instrument this 10th day of July, 1995.

OWNER(S) SIGNATURE(S)

Empire Spectrum L.P.

Richard L. Scott
General Partner of Empire Spectrum L.P.

CORPORATE ACKNOWLEDGEMENT

INDIVIDUAL ACKNOWLEDGEMENT

STATE OF Nebraska
COUNTY OF Douglas
On this 10th day of July, 1985
before me the undersigned, a Notary Public in
and for said County, personally came

STATE OF _____
COUNTY OF _____
On this _____ day of _____, 19____
before me the undersigned, a Notary Public in
and for said County and State, personally
appeared

Rick Scott
President General Manager of E.S.L.P.

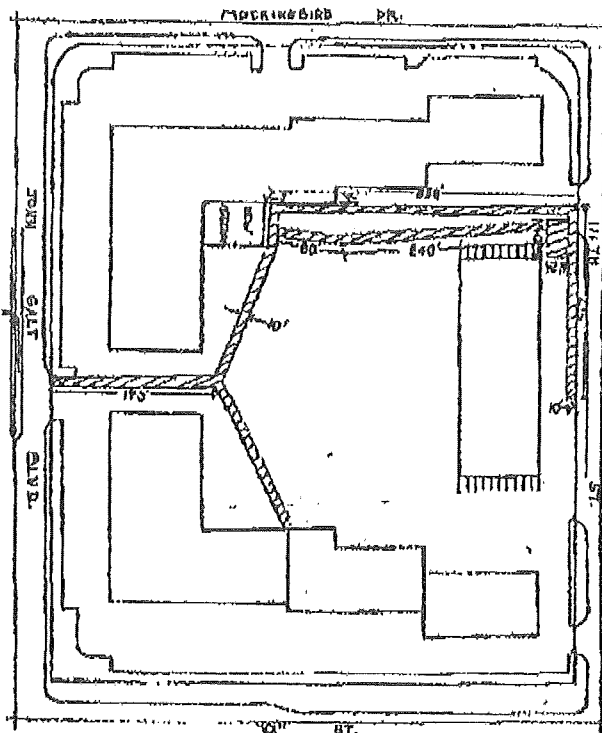
personally to me known to be the identical
person(s) who signed the foregoing instrument
as (principal) and who acknowledged the
execution thereof to be his voluntary act and
deed for the purpose therein expressed.
not act in deed in fact
Witness my hand and Notarial Seal the date
above written.

personally to me known to be the identical
person(s) and who acknowledged the execution
thereof to be _____ voluntary act and deed for the
purpose therein expressed.

Witness my hand and Notarial Seal the date
above written.

Randy J. DeGeorge
NOTARY PUBLIC

NOTARY PUBLIC



Distribution Engineer, _____ Date _____ Property Management _____ Date _____
Section SEA 5 Township 14 North, Range 12 East
Salesman Wa George Engineer Kluver Est. # 910271401 W.O.# HA3377