



MISC 2005128155



OCT 12 2005 09:52 P 7

Received - DIANE L. BATTIATO
Register of Deeds, Douglas County, NE
10/12/2005 09:52:32.73



2005128155

**THIS PAGE INCLUDED FOR INDEXING
PAGE DOWN FOR BALANCE OF INSTRUMENT**

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FEE	40. ⁰⁰	FB	01-60000.
	27-15-13 ✓	Stk Per P.	
BKP	28-15-13 ✓	C/O	COMP
	33-15-13 ✓		
DEL		SCAN	FV
	4-14-13 ✓		03811
	5-14-13 ✓		0128942.
	8-14-13 ✓		
	7-14-13 ✓		
	12-14-12 ✓		
	11-14-12 ✓		
	10-14-12 ✓		

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WHEN RECORDED MAIL TO:

CATELLUS FIBER OPTICS, LLC
811 1ST Avenue, Suite 400
Seattle, WA 98104

MEMORANDUM OF EASEMENT

Catellus Fiber Optics Parcel No. 50, County of Douglas, State of Nebraska

WHEREAS, THE BNSF RAILWAY COMPANY, a Delaware corporation (formerly known as The Burlington Northern and Santa Fe Railway Company and formerly known as Burlington Northern Railroad Company), ("**Grantor**") and CATELLUS FIBER OPTICS, LLC, a Delaware limited liability company ("**Grantee**") entered into that certain Agreement for Sale of Certain Telecommunications Easements ("**Agreement**") dated December 18, 1998. Grantor agreed to grant Grantee subject to the terms and conditions hereinafter set forth, a permanent, perpetual and exclusive Telecommunications Easement over, under and across all land (including, but not limited to, surface rights and subsurface rights) in which Grantor has an ownership interest (fee, easement or other interest) that is located within the outside boundaries of all such land that is subject to the fiber optic leases, right of way agreements, licenses, and easements. Grantor did grant to Grantee an Easement dated December 30, 1998 ("**Master Easement**") to multiple parcels in various states that would not be in recordable form for such state. An individual easement ("**Underlying Easement**") within one foot on either side of the outside boundaries of the area encumbered by the installation as conveyed by the Master Easement has been established under the Agreement with respect to the property described on the attached Exhibit A consisting of 2 page(s) with the beginning point, end point and any crossing of railroad tracks shown on the attached Exhibit B, consisting of 2 page(s), ("**Property**") for the purpose of maintenance and use for Telecommunication purposes only.

WHEREAS, Grantor is executing this Memorandum of Easement to evidence the Easement with respect to the Property.

NOW, THEREFORE, for Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, in confirmation of and pursuant to the terms of the Agreement and the conveyance by the Master Easement, an individual easement ("**Easement**") has been established under the Agreement and Grantor has and does hereby grant, transfer, sell, convey, release, quitclaim and remise to Grantee a permanent, exclusive easement in, over, under and across the Property. The grant of easement rights as evidenced hereby shall be subject to all of the terms, conditions, limitations and provisions contained in the Agreement. **In**

Return to:
Catellus Fiber Optics LLC
811 1st Ave, Ste 400
Seattle, WA 98104

FEE _____ FB _____
BKP _____ C/P _____ COMP _____
DEL _____ CAN _____ FV _____

✓00128942

the event of a conflict between this Memorandum of Easement and the Easement, the Easement shall prevail.

IN WITNESS WHEREOF, this Memorandum of Easement is executed to be effective as of the 30th day of December, 1998.

Grantor:

BNSF RAILWAY COMPANY, a Delaware corporation

Grantor's Address:

BNSF Railway Company
2500 Lou Menk Drive
Fort Worth, Texas 76131

By:

David P. Schneider
David P. Schneider, General Director-Land Revenue Management

{SEAL}



ATTEST

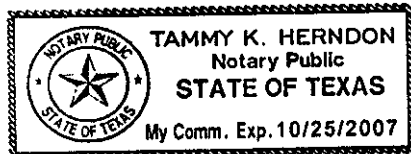
By:

Patricia Zbichorski
Assistant Secretary

THE STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on AUG 12 2005 by David P. Schneider, General Director-Land Revenue Management and Patricia Zbichorski, Assistant Secretary, respectively, of BNSF Railway Company, a Delaware corporation, on behalf of said corporation.



Tammy K. Herndon
Notary Public in and for the State of Texas

TAMMY K. HERNDON

Notary's Typed or Printed Name

My Commission Expires _____

EXHIBIT A
CATELLUS FIBER OPTIC PARCEL 50
DOUGLAS COUNTY

A strip of land, generally 2 feet wide, being one foot on each side of a Fiber Optic Line, by approximately 8.72 miles in length, constituting a longitudinal Fiber Optic Route, as now located, constructed upon, over and across the right-of-way of BNSF RAILWAY COMPANY, a Delaware corporation (formerly known as The Burlington Northern and Santa Fe Railway Company and formerly known as Burlington Northern Railroad Company), through Douglas County, Nebraska, as said Fiber Optic Line enters the southeasterly right-of-way line extending from opposite engineering station 30+03, mile post ("MP") 17.26, and continues in a generally southwesterly direction to opposite engineering station 1064+21, MP 25.98, and is more particularly described as traversing through the County of Douglas, State of Nebraska in the following Townships, Ranges and Sections:

Township 15 North, Range 13 East, Sixth Principal Meridian:

NW 1/4 of the NE 1/4 of Section 27 commencing opposite engineering station 30+03, Railroad MP 17.26, being in the Railroad Station of Omaha,
NE 1/4 of the NW 1/4 of Section 27,
SE 1/4 of the NW 1/4 of Section 27,
SW 1/4 of the NW 1/4 of Section 27,
NW 1/4 of the SW 1/4 of Section 27,
NE 1/4 of the SE 1/4 of Section 28,
SE 1/4 of the SE 1/4 of Section 28,
NE 1/4 of the NE 1/4 of Section 33,
SE 1/4 of the NE 1/4 of Section 33,
SW 1/4 of the NE 1/4 of Section 33,
NW 1/4 of the SE 1/4 of Section 33 to a point that is southeasterly and opposite engineering station 128+45, Railroad MP 19.12

Said Fiber Optic Line crosses the main track centerline in a westerly direction at engineering station 128+80, Railroad MP 19.12, to a point that is northwesterly and opposite engineering station 129+15, Railroad MP 19.13;

Said Fiber Optic Line continues along the northwesterly side of the right-of-way in a generally southwesterly direction through the following Sections, Townships and Ranges:

Township 15 North, Range 13 East, Sixth Principal Meridian:

NE 1/4 of the SW 1/4 of Section 33,
SE 1/4 of the SW 1/4 of Section 33,
SW 1/4 of the SW 1/4 of Section 33,

Township 14 North, Range 13 East, Sixth Principal Meridian:

NW 1/4 of the NW 1/4 of Section 4,
NE 1/4 of the NE 1/4 of Section 5,
SE 1/4 of the NE 1/4 of Section 5,
NE 1/4 of the SE 1/4 of Section 5,
NW 1/4 of the SE 1/4 of Section 5,
SW 1/4 of the SE 1/4 of Section 5,

SE 1/4 of the SW 1/4 of Section 5,
NE 1/4 of the NW 1/4 of Section 8,
SE 1/4 of the NW 1/4 of Section 8,
SW 1/4 of the NW 1/4 of Section 8, to at point that is northwesterly and
opposite engineering station 1298+88, Railroad MP 21.59

Said Fiber Optic Line crosses the main track centerline in a southerly direction at engineering station
1298+65, Railroad MP 21.59, to a point that is southeasterly and opposite engineering station
1298+50, Railroad MP 21.60;

Said Fiber Optic Line continues along the southeasterly side of the right-of-way in a generally
southwesterly direction through the following Sections, Townships and Ranges:

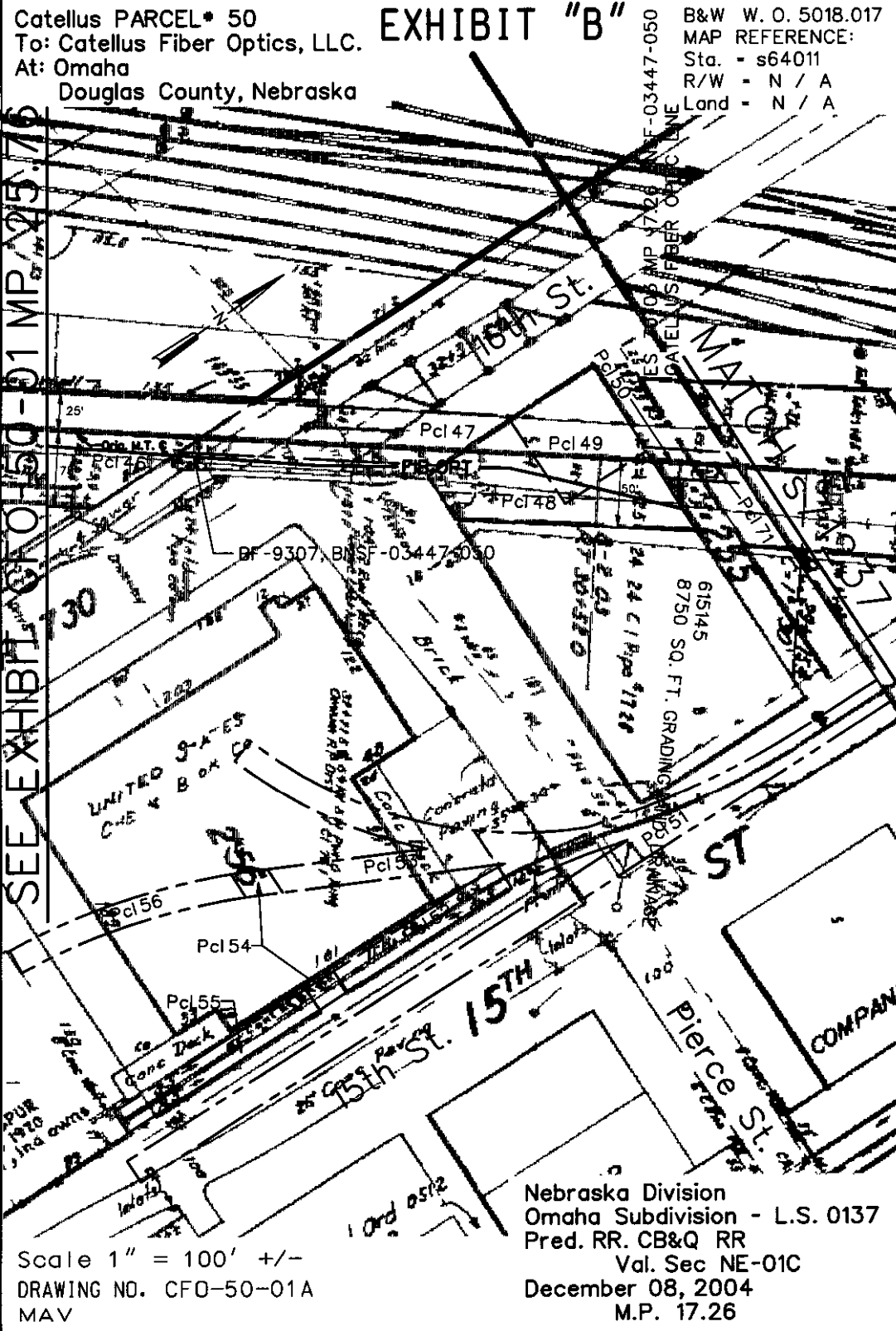
Township 14 North, Range 13 East, Sixth Principal Meridian:

NW 1/4 of the SW 1/4 of Section 8, exiting the Railroad Station of
Omaha,
SW 1/4 of the SW 1/4 of Section 8,
SE 1/4 of the SE 1/4 of Section 7,
SW 1/4 of the SE 1/4 of Section 7,
SE 1/4 of the SW 1/4 of Section 7,
NE 1/4 of the SW 1/4 of Section 7,
NW 1/4 of the SW 1/4 of Section 7,
SW 1/4 of the NW 1/4 of Section 7,

Township 14 North, Range 12 East, Sixth Principal Meridian:

SE 1/4 of the NE 1/4 of Section 12,
SW 1/4 of the NE 1/4 of Section 12,
SE 1/4 of the NW 1/4 of Section 12, entering Railroad Station of Ralston,
SW 1/4 of the NW 1/4 of Section 12,
SE 1/4 of the NE 1/4 of Section 11,
SW 1/4 of the NE 1/4 of Section 11,
SE 1/4 of the NW 1/4 of Section 11,
SW 1/4 of the NW 1/4 of Section 11,
SE 1/4 of the NE 1/4 of Section 10,
NE 1/4 of the SE 1/4 of Section 10,
NW 1/4 of the SE 1/4 of Section 10, exiting the Railroad Station of
Ralston,
NE 1/4 of the SW 1/4 of Section 10,
SE 1/4 of the SW 1/4 of Section 10, exiting said county opposite
engineering station 1064+21, Railroad MP 25.98, along the southeasterly
right-of-way.

This map used by BNSF RAILWAY COMPANY in the ordinary course of business, but it is subject to audit and should be used only with the expressed understanding the BNSF make no representations whatsoever about the quality, accuracy, errors or omissions relating to this map.



Catellus PARCEL * 50
To: Catellus Fiber Optics, LLC.
At: Omaha
Douglas County, Nebraska

EXHIBIT "B"

B&W W. O. 5018.017
MAP REFERENCE:
Sta. - s64011
R/W - N / A
Land - N / A

SEE EXHIBIT C OF 50-01 MP 17.26

Scale 1" = 100' +/-
DRAWING NO. CFO-50-01A
MAV

Nebraska Division
Omaha Subdivision - L.S. 0137
Pred. RR. CB&Q RR
Val. Sec NE-01C
December 08, 2004
M.P. 17.26

