

MISC 2003212576

 RICHARD H. TAKSON
 REGISTER OF DEEDS
 DODGE COUNTY, NE.


OCT 30 2003 12:20 P 1

RECEIVED

Exhibit "B"

WHEN RECORDED RETURN TO: <u>3002 Bellair Julie Dermody</u> Cox Communications Omaha, Inc. 11505 W. Dodge Rd. Omaha NE 68154
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 MEMORANDUM OF AGREEMENT
 (NEBRASKA)

 1808 N 73rd St.
 7316 & 7320 Decatur St. Apts.

PLEASE TAKE NOTICE that E&M Properties LLC, ("Owner") and CoxCom, Inc. d/b/a Cox Communications Omaha, Inc., a Nebraska corporation ("Cox Communications") have entered into a Telecommunications Agreement ("Agreement") dated July 1, 2002, 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: [Signature]
 Its: VP/6m
 Print Name: Janet Barnard

 STATE OF NEBRASKA
 COUNTY OF DOUGLAS

The foregoing instrument was acknowledged before me this 4th day of March, 2002 by Janet Barnard as VP/6m of Cox Communications Omaha, Inc. a Nebraska corporation, on behalf of said corporations.

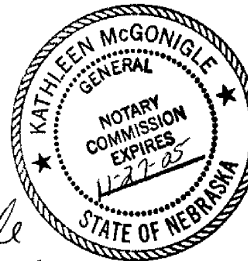
[Signature]
 NOTARY PUBLIC
 My Commission Expires: 4-1-04

E&M Properties, LLC

 By: [Signature]
 Its: Managing Member
 Print Name: Paul A. Aaron

STATE OF Nebraska County of Douglas
 The foregoing instrument was acknowledged before me this 10 day of February, 2002 by Paul Aaron as Managing Member of E&M Properties, LLC, on behalf of said company.

Kathleen McGonigle
 NOTARY PUBLIC
 My Commission Expires: 11/27/05



7316 Decatur St:
 Bellair Gardens
 Lot: 000009 Block: 00000
 IRREG

7320 Decatur St:
 Bellair Gardens
 Lot: 000008 Block: 00000
 IRREG

misc FEE 6.00 FB 53-02660
 1 BKP C/O COMP AK
 2 DEL SCAN FV