

BK 1858 PG 579



DEED 1989 13779

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GEORGE J. BUGLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS:

That UPLAND INDUSTRIES CORPORATION, a corporation of the State of Nebraska, Grantor, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to it paid, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, convey and confirm unto M & S ~~WENTWORTH PARTNERSHIP~~, a general partnership of the State of Nebraska, whose postal address is P. O. Box 14844, West Omaha Station, Omaha, Nebraska 68124, Grantee, the real estate situate in the Northwest Quarter of the Northeast Quarter (NW1/4 NE1/4) of Section 34, Township 16 North, Range 13 West of the Sixth Principal Meridian, in the County of Douglas, State of Nebraska, more particularly described in Exhibits A-1, A-2, A-3 and A-4 hereto attached and hereby made a part hereof.

EXCEPTING from this grant and RESERVING unto Grantor, its successors and assigns, forever, the following:

(a) all minerals and all mineral rights of every kind and character now known to exist or hereafter discovered, including, without limiting the generality of the foregoing, oil and gas and rights thereto, together with the sole, exclusive and perpetual right to explore for, remove and dispose of, said minerals by any means or methods suitable to Grantor, its successors and assigns, but without entering upon or using the surface of the lands hereby conveyed, and in such manner as not to damage the surface of said lands or to interfere with the use thereof by Grantee, its successors or assigns; and

(b) the railroad trackage commonly known as Track Numbers A-632, A-633, A-644, A-645, A-646, A-651 and A-652, and the trackage as it now exists located across the northeast portion of Block "C" which serves Missouri Portland Cement Co. and/or its successors and assigns, and appurtenances now located upon, along and across the land described in Exhibit A, and a PERPETUAL EASEMENT eight and one-half feet (8.5') on each side of the centerline of such tracks for the maintenance, operation, repair, renewal, and reconstruction of

13779 J. Reed

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N 53-614 C/O FEE 52.00
PG 579-588 N DEL MC
Deeds COMP F/B 32-39560

NEBRASKA DOCUMENTARY
STAMP TAX
Date 9-19-89
\$ 637.50 By JW

said railroad trackage and appurtenances in their present location upon, along and across the land described in Exhibits A-1, A-2, A-3 and A-4, together with the right of ingress and egress to, from and upon said easement area for the purpose of exercising the rights herein reserved, and, if and when necessary, removing said railroad trackage.

This deed is made SUBJECT to the following:

(a) All taxes and all assessments, or, if payable in installments, all installments of assessments, levied upon or assessed against the premises described in Exhibits A-1, A-2, A-3 and A-4 which became or may become due and payable in the year 1989 shall be prorated as of the date of delivery of this deed by Grantor to Grantee, said date being the 12th day of SEPTEMBER, 1989; and Grantee assumes and agrees to pay, or to reimburse Grantor for, if paid by it, all such taxes and assessments and installments of assessments applicable to the period subsequent to the date of delivery of this deed and assumes all taxes and all assessments and all installments of assessments which may become due and payable after said year.

(b) All liens, encumbrances, clouds upon, impairments of and defects in the title created or permitted to be created by Grantee on and after the date of delivery of this deed by Grantor to Grantee, and any and all restrictions and limitations imposed by public authority, and any easements, restrictions and/or outstanding rights of record, and exceptions, reservations and conditions contained in prior deeds or open and obvious on the ground, including, but not limited to, the following:

(i) Easement Deed dated March 27, 1969 from the Union Land Company to City of Omaha, recorded on October 7, 1969 in the office of the County Recorder of Douglas County, Nebraska, in Book 1395 at Page 607, for public roadway purposes over, upon and along a portion of the land described in Exhibit A;

~~BOOK~~ 1858 ~~PAGE~~ 581

(ii) Easement Deed dated July 28, 1958 to Omaha Public Power District, recorded on August 27, 1958 in the office of the County Recorder of Douglas County, Nebraska, in Book 1044 at Page 255, for a double-circuit steel tower high-voltage electric transmission line over, upon, along and above a portion of the land described in Exhibit A, together with the right of ingress and egress thereto;

(iii) Metropolitan Utilities District Notice of Water Main Installation Charge of \$4.09 Per Foot, dated October 22, 1970, recorded on October 28, 1970 in the office of the County Recorder of Douglas County, Nebraska, in Book 493 at Page 719; and

(iv) Lease Agreement dated January 22, 1981, between Grantor and Don Genereux, identified in the records of Grantor as Audit No. 29097, as amended, extended and assigned, for agricultural purposes upon a portion of the land described in Exhibit A; provided, however, the portion of said Lease that affects the land described in Exhibit A will terminate on October 7, 1989.

TO HAVE AND TO HOLD, subject to the aforesaid exception, reservation and other provisions, the premises described in Exhibit A, with the appurtenances thereunto belonging, unto Grantee, its successors and assigns, forever, and Grantor, for itself, and its successors and assigns, does covenant with Grantee, its successors and assigns, that it is lawfully seized of said premises, that they are free from encumbrances, except as hereinbefore set out, and that it has good right and lawful authority to sell the same, and that it will and its successors and assigns shall warrant and defend the same unto Grantee, its successors and assigns, forever, except as aforesaid, against the lawful claims of all persons claiming by, from or under it, but against none other.

Grantor, Federal I.D. No. 13-2619352, is not a foreign corporation and withholding of Federal Income Tax from the amount realized will not be made by Grantee. An Affidavit and Certification prepared in conformance with IRS regulations under Section 1445 of the Internal Revenue Code is attached as Exhibit B.

IN WITNESS WHEREOF, Grantor has caused these presents to be signed by its Senior Vice President and attested by its Assistant Secretary, and its corporate seal to be hereunto affixed this 14th day of September, 1989.

In Presence of:

UPLAND INDUSTRIES CORPORATION

Barbara Holden

By R. Allbright
Senior Vice President

Attest:

W. H. Draene (Seal)
Assistant Secretary

BOOK 1858 PAGE 583

STATE OF TEXAS)
)
COUNTY OF DALLAS)

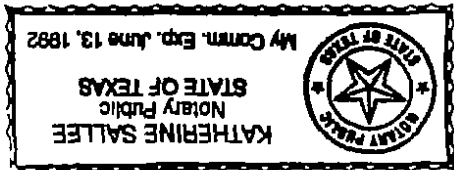
BEFORE ME, the undersigned authority, on this day -
personally appeared R. D. Whitch, Senior Vice President
of UPLAND INDUSTRIES CORPORATION, known to me to be the person
whose name is subscribed to the foregoing instrument, and
acknowledged to me that he executed the same for the purposes
and consideration therein expressed, in the capacity therein
stated, as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 14th
day of ~~July~~, 1989.
September

Katherine Sallee
Notary Public, State of Texas

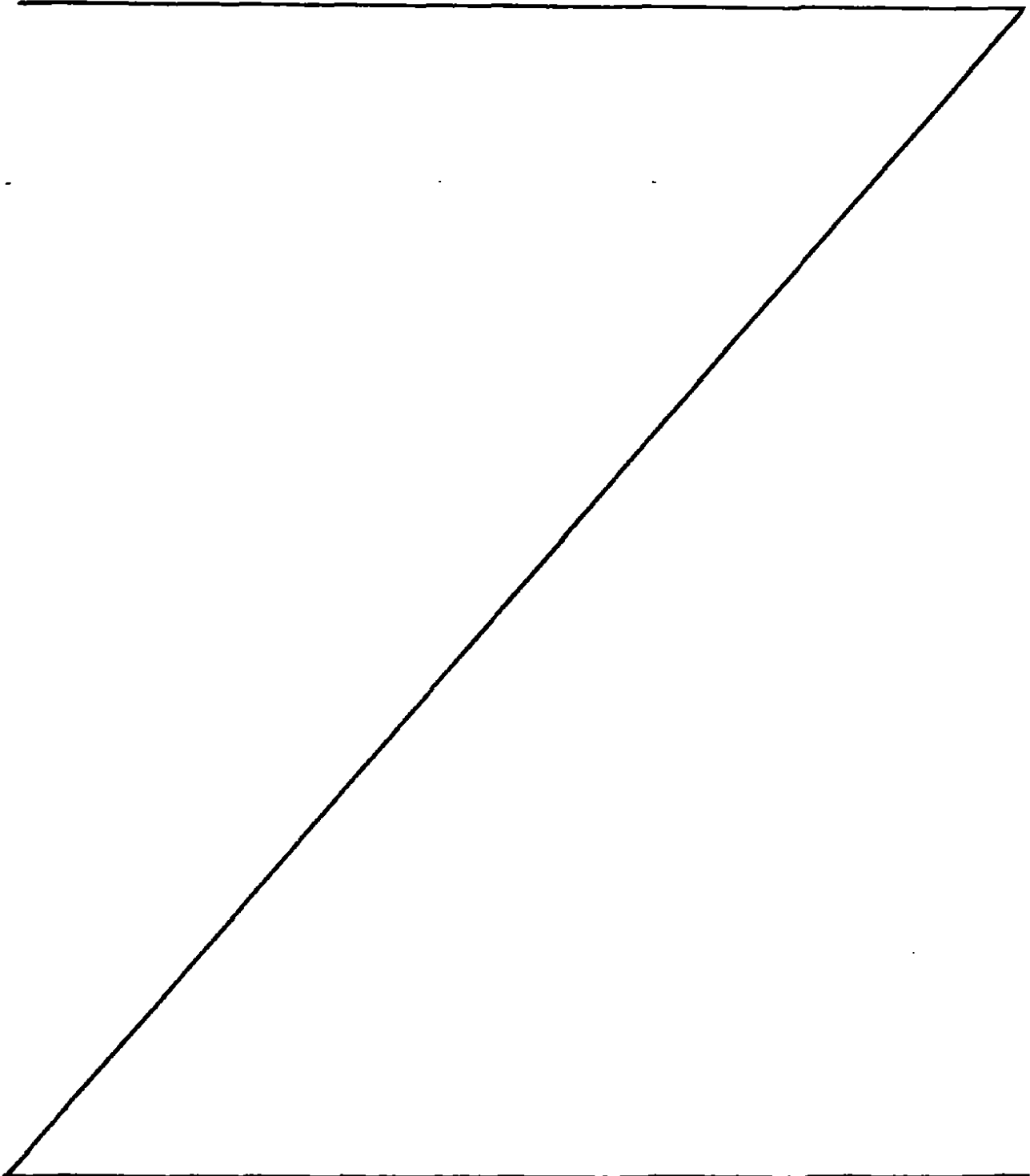
My Commission expires:
6-13-92

(SEAL)



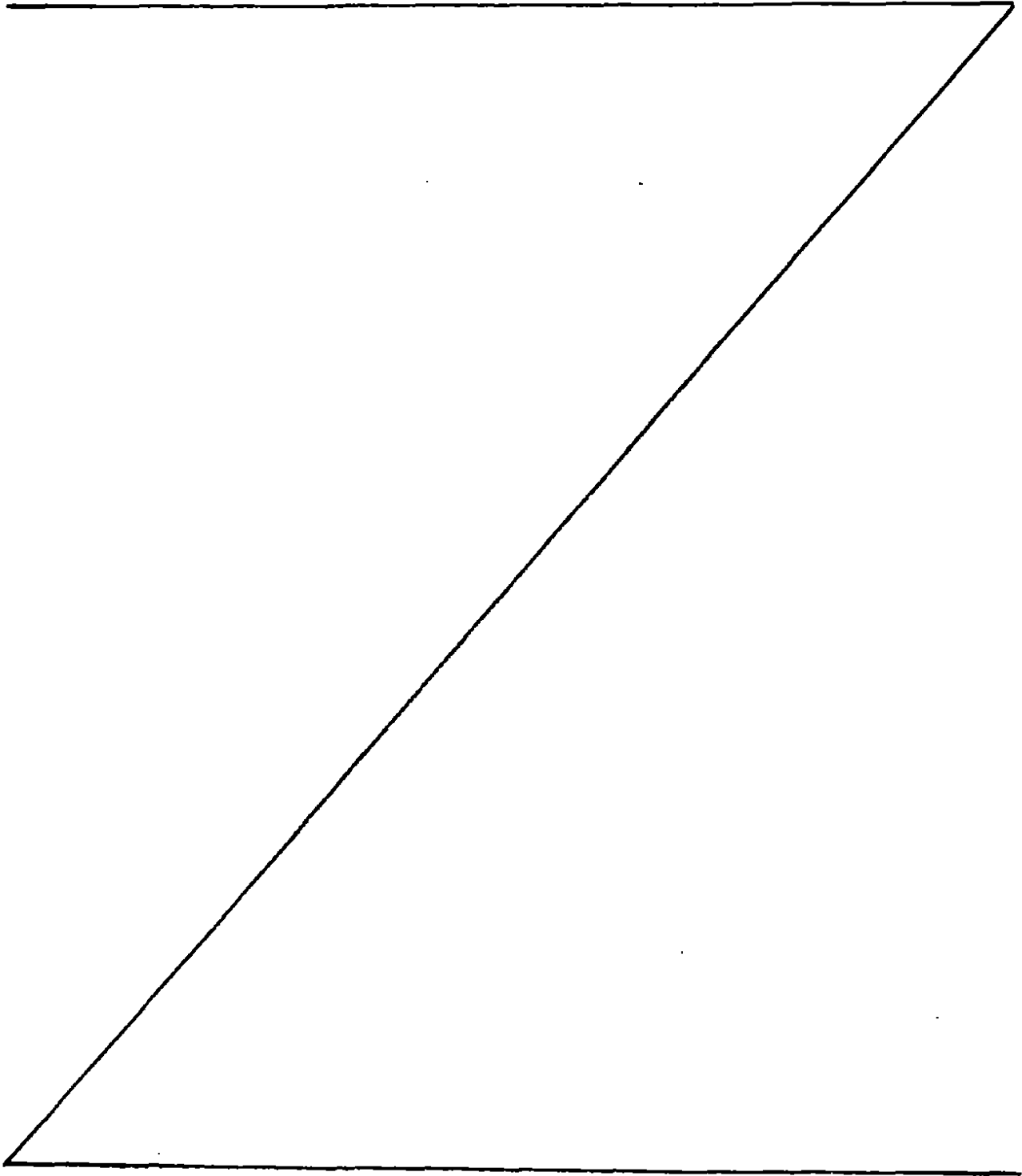
~~BOOK~~ 1858 ~~PAGE~~ 584

A parcel of land being all of Block "D" as shown on the plat of The Union Land Company's First Addition to the City of Omaha, recorded January 2, 1940, in Book 666, Page 20, Records of Douglas County, Nebraska.

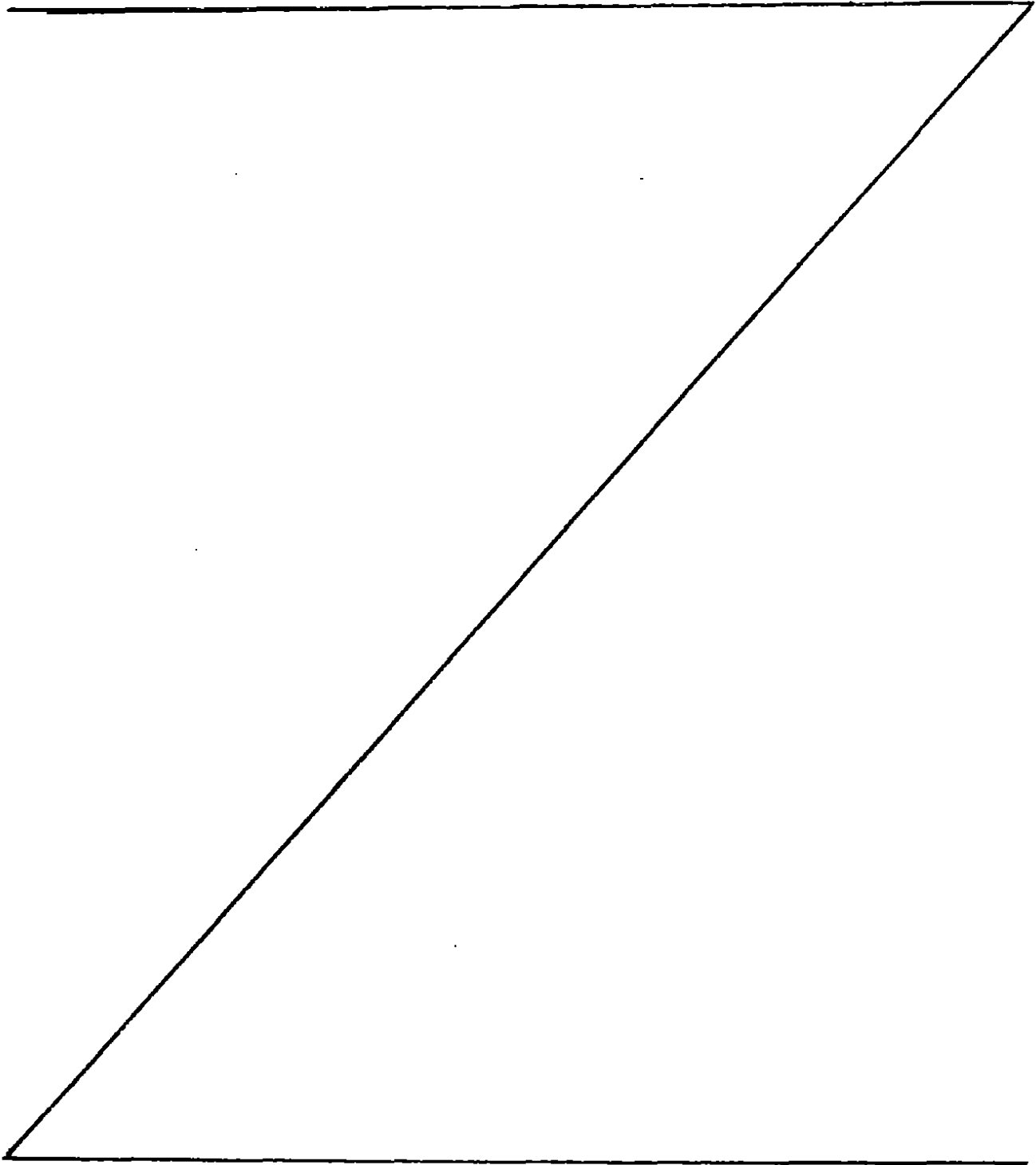


BOOK 1858 PAGE 585

A parcel of land being all of Block "E" as shown on the plat of The Union Land Company's First Addition to the City of Omaha, recorded January 2, 1940, in Book 666, Page 20, Records of Douglas County, Nebraska.



A parcel of land being all of Block "F" as shown on the plat of The Union Land Company's First Addition to the City of Omaha, recorded January 2, 1940, in Book 666, Page 20, Records of Douglas County, Nebraska.



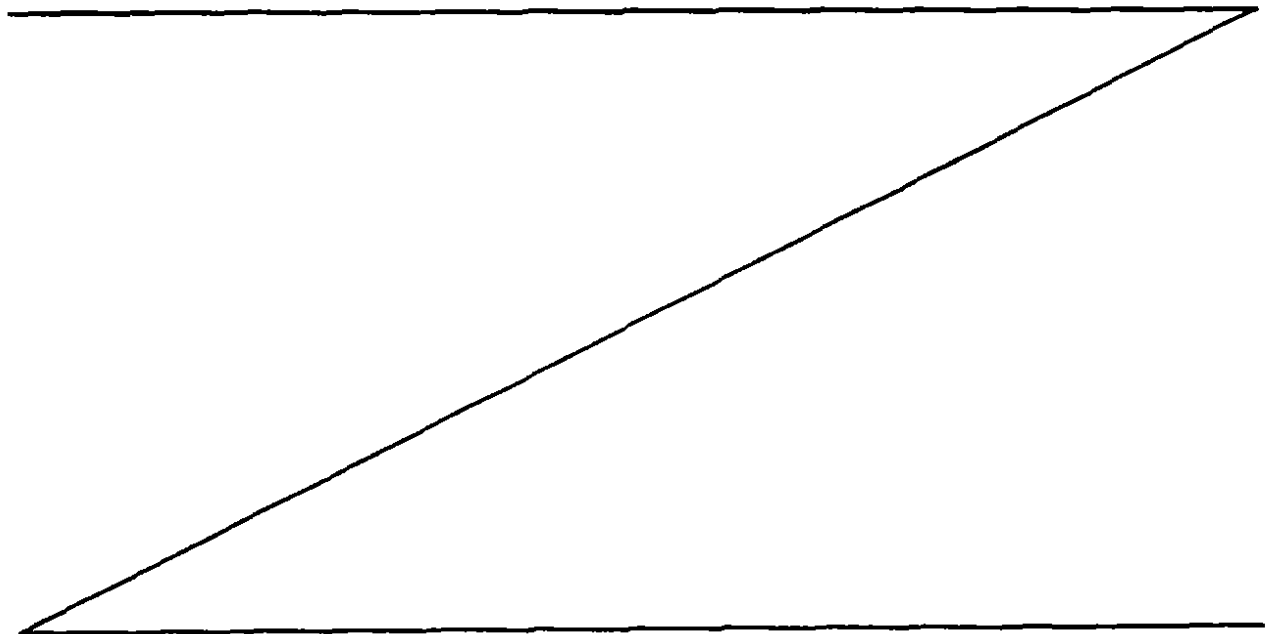
A parcel of land situate in Block "C" in The Union Land Company's First Addition to the City of Omaha, in the Northwest Quarter of the Northeast Quarter (NW 1/4 NE 1/4) of Section 34, Township 16 North, Range 13 West of the Sixth Principal Meridian, Douglas County, Nebraska, bounded and described as follows:

Beginning at the northeast corner of said Block "C";
thence southerly, along the east line of said Block "C", 498.6 feet to the most northerly corner of that certain first described parcel of land conveyed by The Union Land Company to Union Pacific Railroad Company, by Warranty Deed dated February 28, 1972, recorded on April 10, 1972, in Book 1452, Page 345, Records of said County, said point being the beginning of a non-tangent curve, concave southeasterly, to which point a radial line bears North 21 degrees 36 minutes 51 seconds West, 468.776 feet;

thence southwesterly, along said curve, and along the northwesterly line of said conveyed parcel, through a central angle of 60 degrees 00 minutes 30 seconds, 491.0 feet to a point on the east line of that certain thirteenth described strip of land conveyed by The Union Land Company to Union Pacific Railroad Company, by Warranty Deed dated May 25, 1942, and recorded in Book 702, on Page 451 of the deed records of said Douglas County;

thence northerly, along said east line, which is a straight line parallel with and 8.5 feet distant easterly, measured at right angles from the centerline of the main spur track of Union Pacific Railroad Company, as now constructed and operated, 866.1 feet, to a point on the north line of said Block "C";

thence easterly, along said north line, 291.8 feet to the Point of Beginning.



BOOK 1858 PAGE 588

CERTIFICATION OF NON-FOREIGN STATUS


Under Section 1445(e) of the Internal Revenue Code, a corporation, partnership, trust, or estate must withhold tax with respect to certain transfers of property if a holder of an interest in the entity is a foreign person. To inform the transferee, M & S ~~ENTERPRISES~~, that no withholding is required with respect to UPLAND INDUSTRIES CORPORATION's interest in it, the undersigned hereby certifies the following on behalf of UPLAND INDUSTRIES CORPORATION:

1. UPLAND INDUSTRIES CORPORATION is not a foreign corporation, foreign partnership, foreign trust, or foreign estate (as those terms are defined in the Internal Revenue Code and Income Tax Regulations);
2. UPLAND INDUSTRIES CORPORATION's U.S. employer identification number is 13-2619352; and
3. UPLAND INDUSTRIES CORPORATION's office address is TriWest Plaza, Suite 1500, 3030 LBJ Freeway, Dallas, Texas 75234, and place of incorporation is Nebraska.

UPLAND INDUSTRIES CORPORATION agrees to inform the transferee if it becomes a foreign person at any time during the three year period immediately following the date of this notice.

UPLAND INDUSTRIES CORPORATION understands that this certification may be disclosed to the Internal Revenue Service by the transferee and that any false statement contained herein could be punished by fine, imprisonment, or both.

Under penalties of perjury I declare that I have examined this certification and to the best of my knowledge and belief it is true, correct, and complete, and I further declare that I have authority to sign this document on behalf of UPLAND INDUSTRIES CORPORATION.



Title Senior Vice President

Date Sept 14, 1989