

After Recording Return To:  
MCI Telecommunications Corporation  
Attn: Pat Koenig - 0599/107  
2400 N. Glenville Drive  
Richardson, TX 75082

Rt  
E

FILED SARPY CO. NE.  
INSTRUMENT NUMBER  
98-025939  
98 SEP 14 PM 2:01  
*Shirley J. Dowling*  
REGISTER OF DEEDS

98-25939  
Counter JKS  
Verify Dy  
D.E. ma  
Proof \_\_\_\_\_  
Fee \$ 36.00  
Ck  Cash  Chg

Aurora, CO - Omaha, NE  
Project No. 04856  
Nebraska, Sarpy County

### EASEMENT DEED AND AGREEMENT

This EASEMENT DEED AND AGREEMENT is made as of the 4<sup>th</sup> day of August, 1998, by and between **THE BURLINGTON NORTHERN & SANTA FE RAILROAD COMPANY**, successor-in-interest to The Burlington Northern Railroad Company, a Delaware corporation, whose mailing address is 2600 Lou Menk Drive, Ft. Worth, TX 76131 (hereinafter referred to as "Grantor") and **MCI TELECOMMUNICATIONS CORPORATION**, a Delaware corporation, whose mailing address is 2700 Lakeside Boulevard, Richardson, TX 75081 (hereinafter referred to as "Grantee").

#### WITNESSETH:

WHEREAS, Grantor and Grantee have entered into a Right-of-Way Agreement dated as of December 18, 1990 (hereinafter the "Agreement") whereby Grantor has granted to Grantee certain rights to construct, operate, maintain and replace a fiber optic telecommunications transmission system on the property of Grantor under the terms and conditions contained in said Agreement.

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00) the receipt of which is hereby acknowledged and for other good and valuable consideration, Grantor by these presents does hereby grant to Grantee a non-exclusive easement for a term expiring on December 17, 2010, subject to renewal by Grantee as further set forth in the Agreement, in the locations situated in the County of Sarpy, State of Nebraska, as more particularly described in **Exhibit A**, attached hereto and by this reference made a part hereof. In consideration for such grant, Grantee by these presents does

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hereby agree to conduct its activities on Grantor's property in a manner consistent at all times with the terms and conditions of the Agreement, which terms and conditions are, by this reference, incorporated herein and made a part hereof.

IN WITNESS WHEREOF, each of Grantor and Grantee has caused these presents to be signed by its duly authorized officer and attested to by its Assistant Secretary, and has caused its seal to be hereunto affixed, all as of the day and year first herein above written.

Attest:

**The Burlington Northern <sup>AND</sup> Santa Fe Railroad <sup>WAY</sup>  
Company**



BY:

BY:

E. R. Spangler  
Name: E. R. Spangler  
Title: DIRECTOR CONTRACTS

Attest:

**MCI Telecommunications Corporation**

BY:

Mary Steigman  
MARY STEIGMAN  
ASSISTANT SECRETARY

BY:

Keith E. Steiner  
Keith E. Steiner, Vice President

{Acknowledgments on following page}

98-25939B

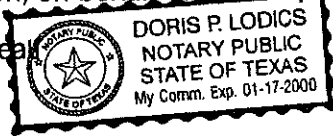
Aurora, CO - Omaha, NE  
Project No. 04856  
Nebraska, Sarpy County

ACKNOWLEDGMENTS

STATE OF *Texas*  
COUNTY OF *Tarrant*

This instrument was acknowledged before me on this the 14<sup>th</sup> day of August, 1998, by E.R. Spangler, the Director Contracts, of The Burlington Northern & Santa Fe Railroad Company, a Delaware corporation, on behalf of said corporation. way

INotarial Seal



Doris P. Lodics  
Notary Public

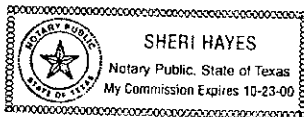
My Commission expires 1-17-2000.

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STATE OF TEXAS  
COUNTY OF DALLAS

This instrument was acknowledged before me on this the 10<sup>th</sup> day of Sept., 1998, by Keith E. Steiner, the Vice President of MCI Telecommunications Corporation, a Delaware corporation, on behalf of said corporation.

INotarial Seal



Sheri Hayes  
Notary Public

My Commission expires 10-23-00.

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**EXHIBIT "A"**

The Rail Corridor on which the Easement Premises are located is described as traversing the following Sections, Townships and Ranges of the County of Sarpy, State of Nebraska between Mile Post 44.85 and Mile Post 35.02.

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EXHIBIT A

AURORA - OMAHA

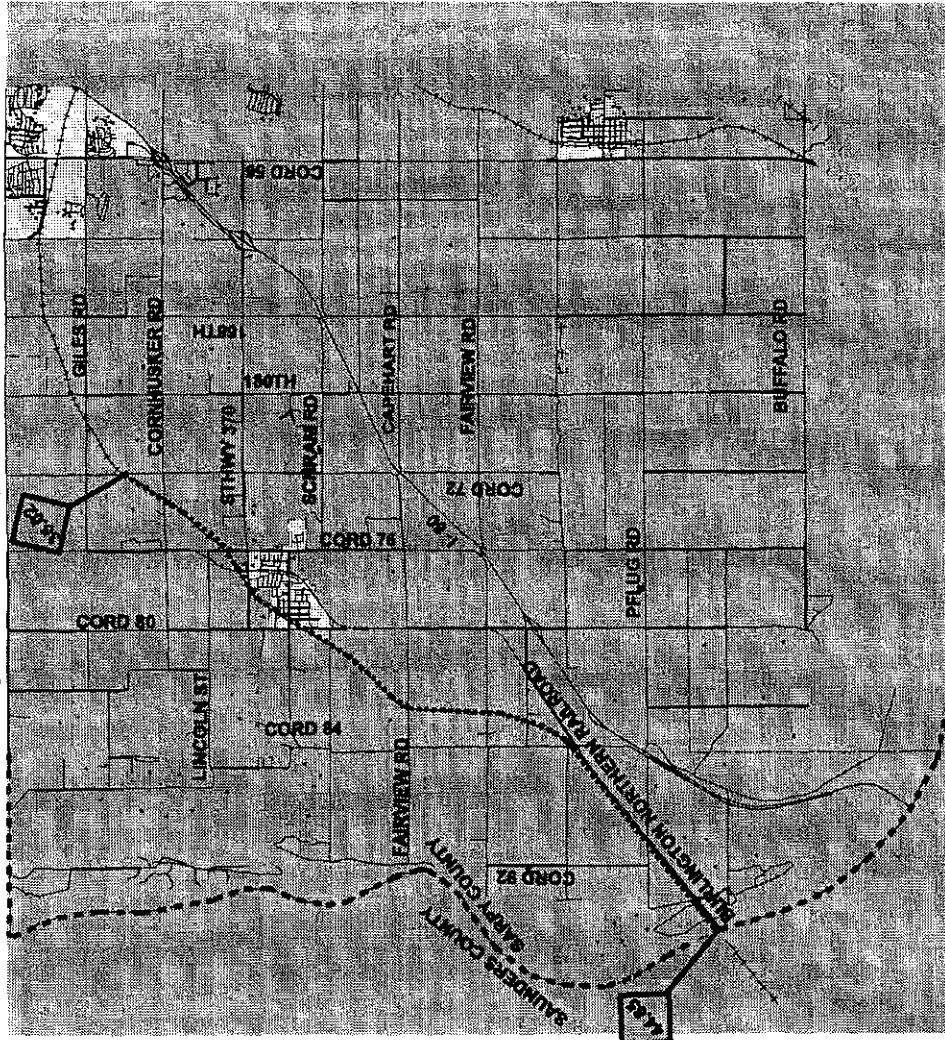
Sarpy County, Nebraska

- T 13N R 10E S ½ & NE ¼ Section 29
- T 13N R 10E NW ¼ Section 28
- T 13N R 10E S ¼ Section 21
- T 13N R 10E N ¼ Section 22
- T 13N R 10E E ¼ Section 15
- T 13N R 10E E ¼ Section 10
- T 13N R 10E W ¼ & NE ¼ Section 2
- T 14N R 10E SE ¼ Section 35
- T 14N R 10E W ¼ Section 36
- T 14N R 10E SE ¼ Section 25
- T 14N R 11E SW ¼ & N ¼ Section 30
- T 14N R 11E SE ¼ Section 19

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EXHIBIT A  
A U. RORA - OMAHA  
SARPY COUNTY



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