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MEMORANDUM OF INSTRUMENT AFFECTING REAL ESTATE
(BUSINESS INSTALLATION AGREEMENT)

This is a memorandum of an Agreement dated _____, 1992, between CONSTRUCTION DEVELOPERS, INCORPORATED, an Arkansas Corporation ("Condev"), DILLARD DEPARTMENT STORES, INC., a Delaware Corporation ("DDSI"), COX CABLE OMAHA, INC., a Nebraska corporation ("Company") and CENTER ROAD RETAIL DEVELOPERS LIMITED PARTNERSHIP, an Indiana limited partnership ("Developer"), concerning the premises legally described and shown on Exhibit "A".

For good and adequate consideration, Condev, DDSI, Company and Developer have entered into that certain Business Installation Agreement ("Agreement"), the terms and conditions of which are incorporated in this memorandum by this reference, to install and service a CATV System on, under and over such premises to service Condev's and DDSI's business on such premises.

Under the Agreement the equipment and materials comprising such system, installed in and upon the real property and the premises thereon, remain the property of the Company, in spite of any transfer of such real property.

Company has been granted a permanent easement and right-of-way to install, construct, operate, and any underground equipment on the real property described and shown on Exhibit "A" attached hereto. Upon five (5) days prior notice, Company shall have access to the real property, including the premises thereon, during Condev's and DDSI's normal business hours pursuant to the Agreement, regardless of changes of ownership or changes in tenancy of the premises; provided, however, no such access by Company shall unreasonably interfere with the use or operation of the Dillard Premises.

This Memorandum is not a complete summary of the Agreement. Provisions in the Memorandum shall not be used in interpreting the Agreement's provisions. In the event of a conflict between the Memorandum and other parts of the Agreement, the Agreement shall

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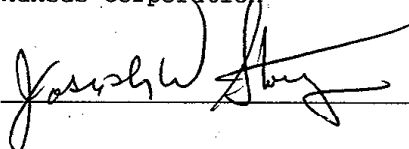
GEORGE J. BUSLEWICZ
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

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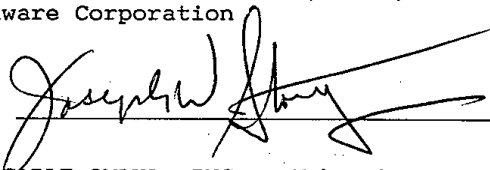
July 29

control. Execution hereof constitutes reaffirmation of the Agreement itself.

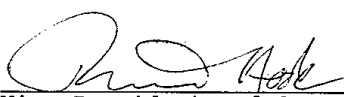
CONSTRUCTION DEVELOPERS, INCORPORATED,
an Arkansas Corporation

By: 

DILLARD DEPARTMENT STORES, INC., a
Delaware Corporation

By: 

COX CABLE OMAHA, INC, a Nebraska
corporation

By: 
Vice President and General Manager

CENTER ROAD RETAIL DEVELOPERS LIMITED
PARTNERSHIP, an Indiana limited partnership

BY: CENTER-SIMON RETAIL DEVELOPERS LIMITED
PARTNERSHIP, an Indiana limited
partnership, General Partner

BY: CS RETAIL DEVELOPERS, INC., an
Indiana corporation, General Partner

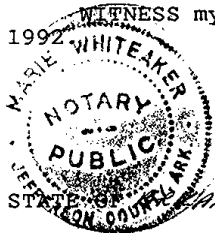
BY: 

ITS: Vice President

STATE OF ARKANSAS)
) SS:
COUNTY OF PULASKI)

Before me, a Notary Public in and for said ^{Jefferson} County and ^{Said} State, personally appeared Joseph W. Story, Vice President of CONSTRUCTION DEVELOPERS, INCORPORATED, an Arkansas Corporation, who executed the foregoing instrument for and on behalf of said Corporation by authority of its Board of Directors.

1992 WITNESS my hand and notarial seal this 29 day of June.

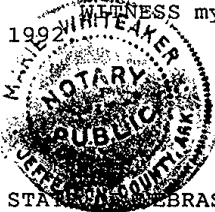


Marie Whiteaker
Notary Public
My Commission expires 1-13-2002

STATE OF ARKANSAS)
) SS:
COUNTY OF PULASKI)

Before me, a Notary Public in and for said ^{Jefferson} County and ^{Said} State, personally appeared Joseph W. Story, Vice President of DILLARD DEPARTMENT STORES, INC., a Delaware Corporation, who execute the foregoing instrument for and on behalf of said Corporation by authority of its Board of Directors.

1992 WITNESS my hand and notarial seal this 29 day of June.



Marie Whiteaker
Notary Public
My Commission expires 1-13-2002

STATE OF NEBRASKA)
) SS:
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me on June 30, 1992 by Richard Hook, Vice President of Cox Cable Omaha, Inc., a Nebraska corporation, on its behalf.

Daniel D. Walsh
Notary Public

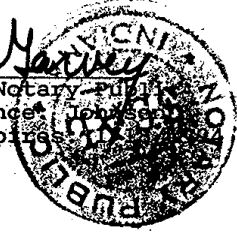


STATE OF INDIANA)
) SS:
COUNTY OF MARION)

On this 25th day of June, 1992, before the undersigned, a Notary Public in and for said County, personally came David Simon, Vice President of CS Retail Developers, Inc., an Indiana corporation, general partner of Center-Simon Retail Developers Limited Partnership, an Indiana limited partnership, general partner of Center Road Retail Developers Limited Partnership, an Indiana limited partnership, personally known to be a Vice President and identical person whose name is affixed to the above Memorandum of Instrument Affecting Real Estate, and he acknowledged the execution thereof to be his voluntary act and deed as such Vice President and the voluntary act and deed of said corporation and each of said limited partnerships.

Witness my hand and notarial seal at Indianapolis, Indiana, in said County, on the day and year last above written.

Darlene E. Garvey
Darlene Garvey, Notary Public
County of Residence: Marion
My Commission Expires: 11/15/95



MULTI-USE EASEMENT FOR
METROPOLITAN UTILITIES DISTRICT
OMAHA PUBLIC POWER DISTRICT
U.S. WEST COMMUNICATIONS

LEGAL DESCRIPTION OF TRACT:

A tract of land being part of Lot 14 in Oak View, a Subdivision located in the West half (W1/2) of Section 36, Township 15 North, Range 11 East, Douglas County, Nebraska and more particularly described as follows:

Permanent Easement:

Beginning at the southwest corner of said Lot 14, Oak View Subdivision; thence $N0^{\circ}12'53''E$ (Assumed Bearing) along the westerly Lot line of said Lot 14, a distance of 27.31 feet to a point of curvature; thence northeasterly along the northwesterly Lot line of said Lot 14, on a curve to the right, said curve having a radius of 5.85 feet, a long chord of 5.64 feet bearing $N27^{\circ}55'11''E$ and an arc length of 5.89 feet to a point of tangency; thence $N56^{\circ}45'17''E$ along the northerly Lot line of said Lot 14, a distance of 223.74 feet; thence southeasterly, on a curve to the left, being 15.00 feet from and parallel to the northeasterly Lot line of said Lot 14, said curve having a radius of 665.76 feet, a long chord of 2.67 feet bearing $S29^{\circ}40'43''E$ and an arc length of 2.67 feet to a point of tangency; thence $S29^{\circ}47'37''E$ and continuing parallel to the said northeasterly Lot line of Lot 14 a distance of 12.36 feet; thence $S56^{\circ}45'17''W$, a distance of 217.91 feet; thence $S0^{\circ}12'53''W$, a distance of 22.50 feet to a point on the southerly Lot line of said Lot 14; thence $N89^{\circ}47'07''W$, along the said southerly Lot line of Lot 14 15.00 feet to the Point of Beginning; the total area of the tract is 3,733 square feet.

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Exhibit "A"
1 of 7

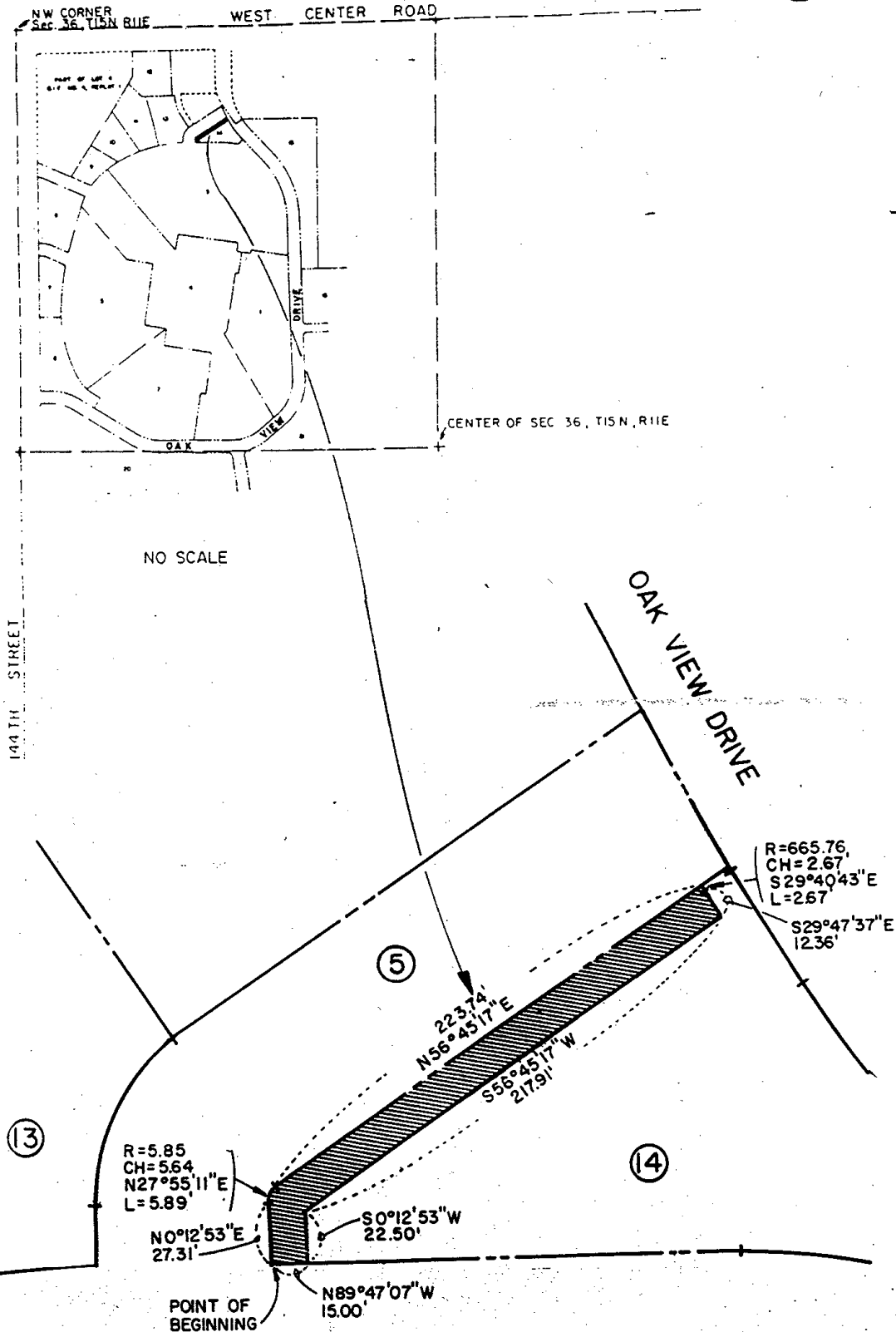


EXHIBIT MU-2

Exhibit "A"
Page 2 of 7

SCALE: 1"=50'

UTILITY EASEMENT FOR
METROPOLITAN UTILITIES DISTRICT
OMAHA PUBLIC POWER DISTRICT
U.S. WEST COMMUNICATION
COX CABLE OMAHA, INC.

LEGAL DESCRIPTION OF PERMANENT UTILITY EASEMENT:

A tract of land being part of Lots 1, 2, 4, 5, 6, and 14 in Oak View, a Subdivision located in the West half (W1/2) of Section 36, Township 15 North, Range 11 East, 6th P.M., Douglas County, Nebraska and more particularly described as follows:

A 15 foot wide strip of land located along the Westerly and Northerly right-of-way (R.O.W.) line of Oak View Drive and a line parallel to and 15 feet perpendicular distance right of said right-of-way line extended or shortened to intersect lot lines, said Westerly and Northerly right-of-way line of Oak View Drive being described as follows: Beginning at the most Northerly corner of Lot 5 of said Oak View Subdivision; thence Southeasterly on a curve to the left with a radius of 650.76 feet, a chord of 79.14 feet bearing S26°18'26"E, (assumed bearing), and an arc length of 79.20 feet to a point of tangency; thence S29°47'37"E, a distance of 57.64 feet; thence Southeasterly on a tangent curve to the left with a radius of 340.00 feet, a chord of 75.52 feet bearing S36°10'10"E and an arc length of 75.67 feet; thence S42°32'44"E, a distance 240.99 feet; thence Southeasterly on a tangent curve to the right with a radius of 550.00 feet, a chord of 387.15 feet bearing S21°56'18"E and an arc length of 395.63 feet; thence S01°19'52"E, a distance 996.15 feet; thence Southwesterly on a tangent curve to the right with a radius of 310.00 feet, a chord of 267.34 feet bearing S24°12'44"W and an arc length of 276.41 feet; thence S49°45'20"W, a distance of 133.41 feet; thence Southwesterly on a tangent curve to the right with a radius of 280.00 feet, a chord of 192.65 feet bearing S69°52'40"W and an arc length of 196.67 feet; thence Due West, a distance of 458.89 feet; thence Northwesterly on a tangent curve to the right with a radius of 260.00 feet, a chord of 141.54 feet bearing N74°12'19"W and an arc length of 143.34 feet; thence N58°24'38"W, a distance of 315.67 feet; to the point of termination, being the most Southerly lot corner of said Lot 6; containing 1.226 acres more or less.

Together with the following adjacent strip of land described as follows: Beginning at the said most Southerly lot corner of Lot 6; thence N58°24'38"W, 114.55 feet along the said Northerly (R.O.W.) line of Oak View Drive; thence Northwesterly along the said Northerly (R.O.W.) line of Oak View Drive on a tangent curve to the left, with a radius of 340.00 feet, a chord of 100.05 feet bearing N66°52'16"W, and an arc length of 100.41 feet; thence N55°03'58"E, 19.40 feet; thence Southeasterly on a tangent curve to the right with a radius of 355.00 feet, a chord of 92.01 feet, bearing S65°51'22"E and an arc length of 92.27 feet; thence

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S58°24'38"E, 114.55 feet to the Easterly lot line of said Lot 6;
thence S31°35'23"W, 15.00 feet along the said Easterly lot line
of Lot 6 to the Point of Beginning containing 0.0726 acres more
or less. Total of both areas equal 1.298 acres more or less.

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Exhibit "A"
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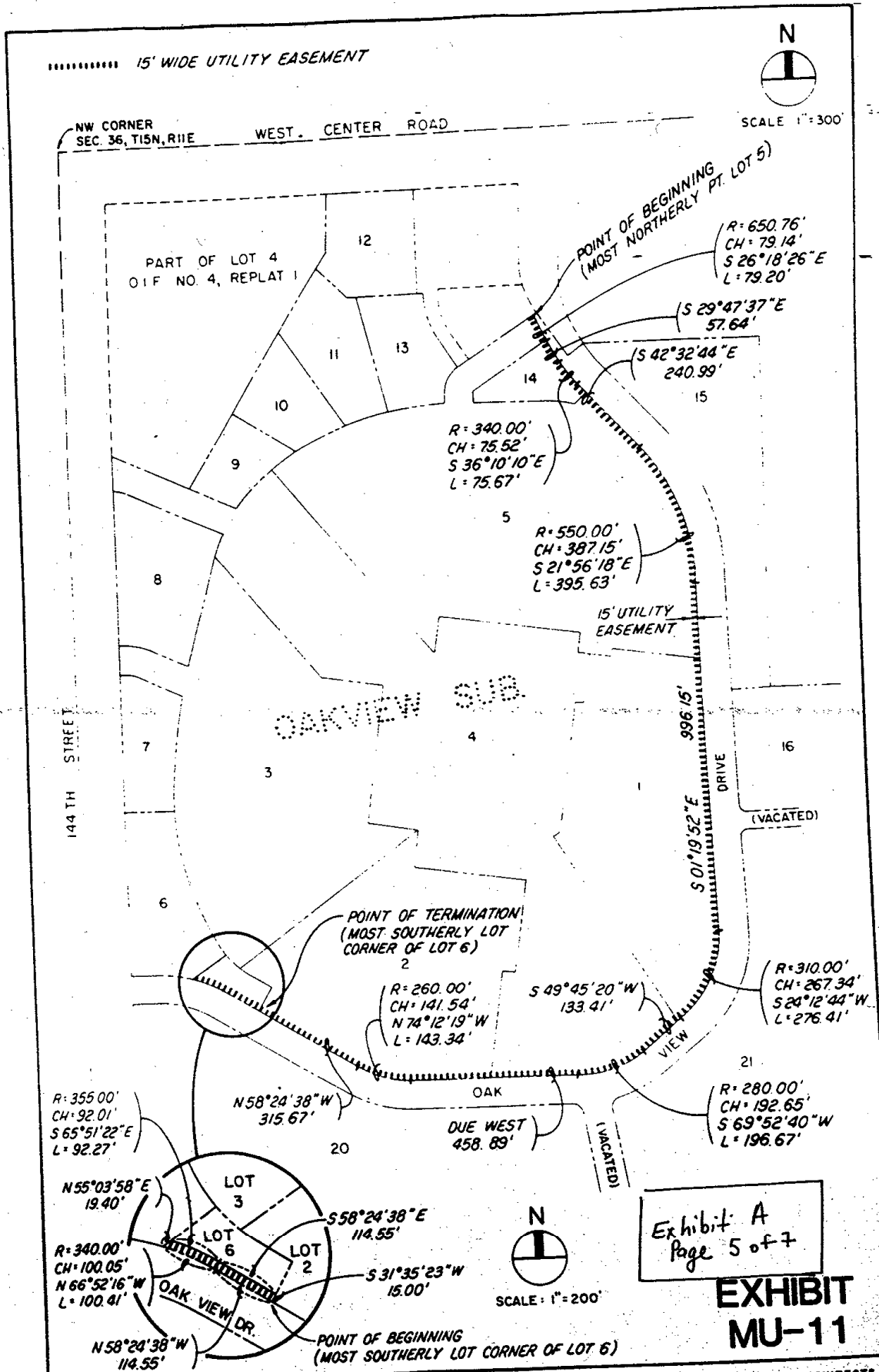


Exhibit A
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EXHIBIT MU-11

PLATE 1/2	DATE 2-21-92	TITLE MULTI-USE EASEMENT
K.M.A. NO. 22-0222	PROJECT OAK VIEW SUBDIVISION	

KM KIRKHAM, ARCHITECTS
MICHAEL ENGINEERS
AND ASSOCIATES PLANNERS

Exhibit MU-15
5-1-92
Plate 2/2

LEGAL DESCRIPTION
MULTI-USE EASEMENT FOR
U.S. WEST AND COX CABLE OMAHA INC.
OAK VIEW MALL

An easement for telephone line and cable t.v. line purposes located in part of Lots 5 and 14, Section 36, Township 15 North, Range 11 East, Douglas County, Nebraska and more particularly described as follows:

Commencing at the southwest corner of said Lot 14; thence S89°47'07"E (assumed bearing), 32.46 feet along the southerly lot line of said Lot 14 to the true Point of Beginning; thence S15°31'33"E, 54.11 feet; thence S26°31'45"E, 273.50 feet; thence S39°17'37"E, 61.67 feet; thence S70°38'19"E, 43.10 feet; thence S29°55'43"E, 9.35 feet; thence S81°17'29"E, 25.60 feet; thence N29°55'43"W, 32.75 feet; thence N70°38'19"W, 44.91 feet; thence N39°17'37"W, 53.82 feet; thence N26°31'45"W, 269.34; thence N15°31'33"W, 88.39 feet; thence S56°45'17"W, 21.00 feet; thence S15°31'33"E, 29.81 feet to the Point of Beginning; containing an area of 9608 square feet more or less.

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Exhibit "A"
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EXHIBIT MU-15

BOOK 1019 PAGE 176

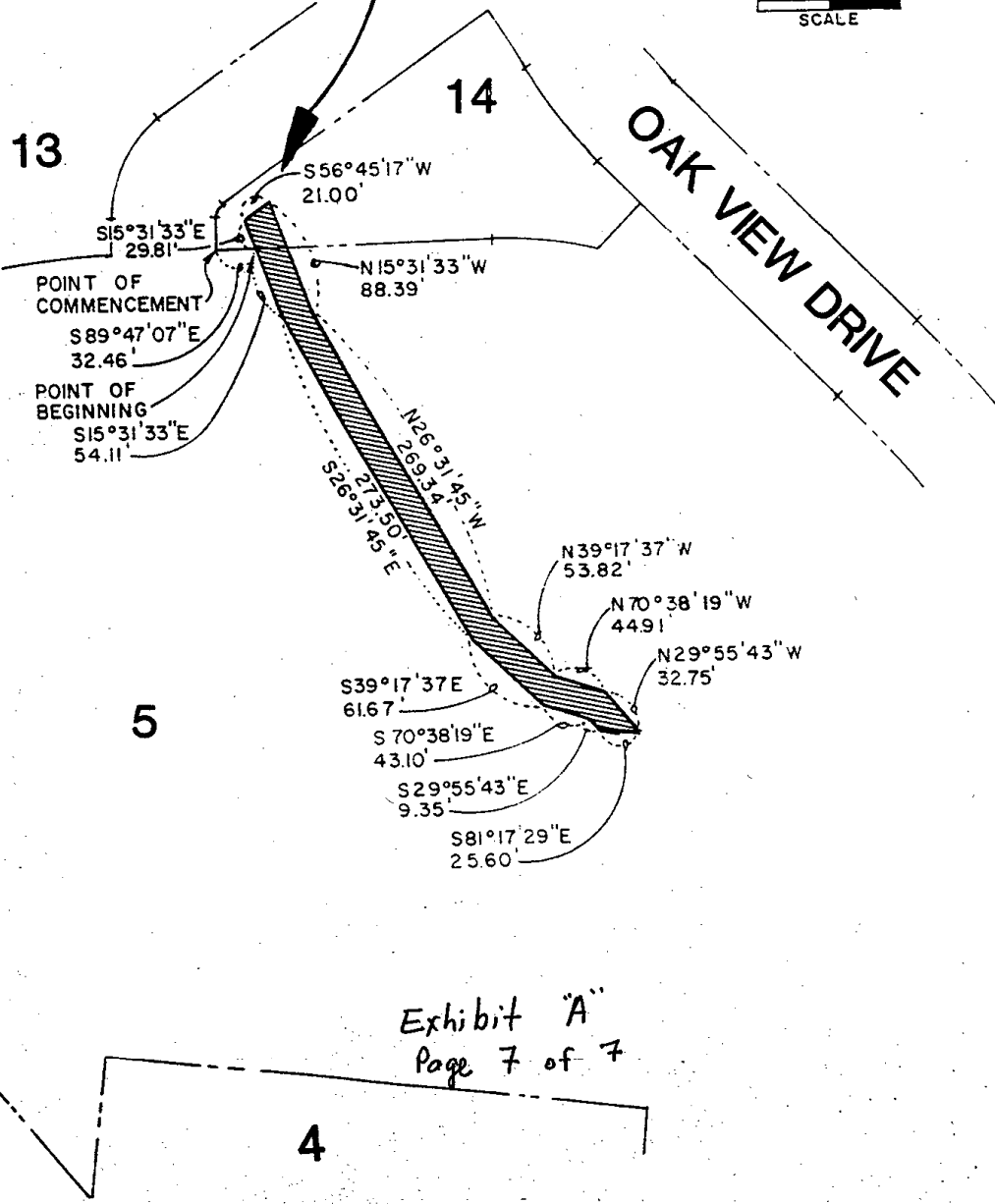
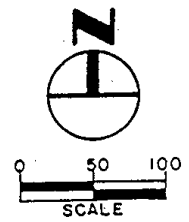
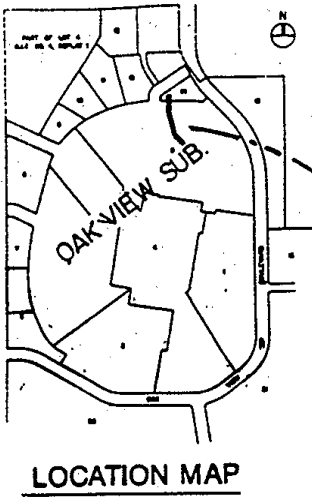


Exhibit "A"
Page 7 of 7

PLATE 1/2	DATE 5-1-92 K.M.A. NO. B910334	TITLE TELEPHONE & CABLE TV EASE PROJECT OAK VIEW SUB.	KIRKHAM, ARCHITECTS MICHAEL ENGINEERS AND ASSOCIATES PLANNERS
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