

ASSIGNMENT

FOR VALUE RECEIVED, Omaha Industrial Foundation, (OIF), a Nebraska nonprofit corporation, does hereby sell, assign and transfer unto Parcel 520 Associates, a Nebraska general partnership, the following:

1) all books, records, documents, data, plans, and specifications of OIF relating to the planning, platting, grading, development improvement, zoning marketing and management of the Omaha Industrial Foundation District No. 4, and Sanitary and Improvement District No. 275 of Douglas County, Nebraska, excluding those books and records which OIF is required by law to retain;

2) all rights, obligations and liabilities which OIF has under and by reason of a Subdivision Agreement, as twice Amended, it has with the City of Omaha, Nebraska dated November 7, 1978, and amended on May 29, 1979, and September 19, 1983, respectively;

3) all rights, obligations and liabilities which OIF has under and by reason of the Restrictive Covenants filed against Omaha Industrial Foundation District No. 4 and Omaha Industrial Foundation District No. 4, Replat I, filed in the Register of Deeds office of Douglas County, Nebraska at Book 620 at Page 701, Miscellaneous Records on September 18, 1979, as said covenants may have been amended prior to the date hereof;

4) all mineral rights previously reserved to OIF relating to the property described or otherwise shown on the attached Exhibit "A"; and

5) that certain Right of Repurchase of Lot 11, Omaha Industrial Foundation No. 4, legally described on the attached Exhibit "B" and "B-1" as set forth in the Real Estate Purchase Agreement between OIF and Union Pacific Railroad Company, a Utah Corporation, (UPRR), dated July 28, 1983, as amended by the Addendum to Real Estate Purchase Agreement between OIF and UPRR dated July 24, 1984, and amendment December 10, 1984.

Parcel 520 Associates, as assignee, hereby assumes all liabilities and agrees to fulfill all of the terms and conditions of OIF in and to all property rights, contract rights and property assigned by this Assignment.

DATED this 1st day of February, 1985.

OMAHA INDUSTRIAL FOUNDATION

Attest:
[Signature]
SECRETARY

BY *Dale Te Kolste*
Dale Te Kolste, President

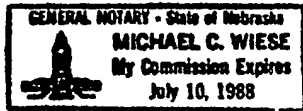
PARCEL 520 ASSOCIATES, a Nebraska general partnership

BY *[Signature]*

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

On this 31st day of January, 1985, before me, a Notary Public in and for said county personally came Dale Telkolste, known to me to be the President of OMAHA INDUSTRIAL FOUNDATION, and who acknowledged the execution of the same to be the voluntary act and deed of the corporation and the same to be his voluntary act and deed.

WITNESS my hand and notarial seal in said county the date and year last above written.

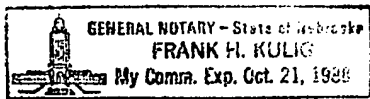


[Signature]
Notary Public

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

On this 1st day of February, 1985, before me, a Notary Public in and for said county personally came George W. Vanticher, known to me to be the Managing Partner of PARCEL 520 ASSOCIATES, a general partnership, and who acknowledged the execution of the same to be the voluntary act and deed of the partnership.

WITNESS my hand and notarial seal in said county the date and year last above written.



[Signature]
Notary Public

EXHIBIT "A"

Lots 1 to 5 both inclusive; Lot 6, except that portion deeded at Deed Book 1713, Page 122; Lots 7 to 10 both inclusive; and Lot 11, except those portions deeded to the Union Pacific Railroad Company, at Deed Book 1713, Page 435 and Book 1735, Page 743; all in Omaha Industrial Foundation No. 4;

Also Lots 4 to 11 both inclusive, in Omaha Industrial Foundation No. 4, Replat I,

all as surveyed, platted and recorded in Douglas County, Nebraska.

Together with the mineral rights reserved under Warranty Deed recorded in Book 1524 at Page 59 of the Deed Records of Douglas County, Nebraska.

LAND SURVEYOR'S CERTIFICATE

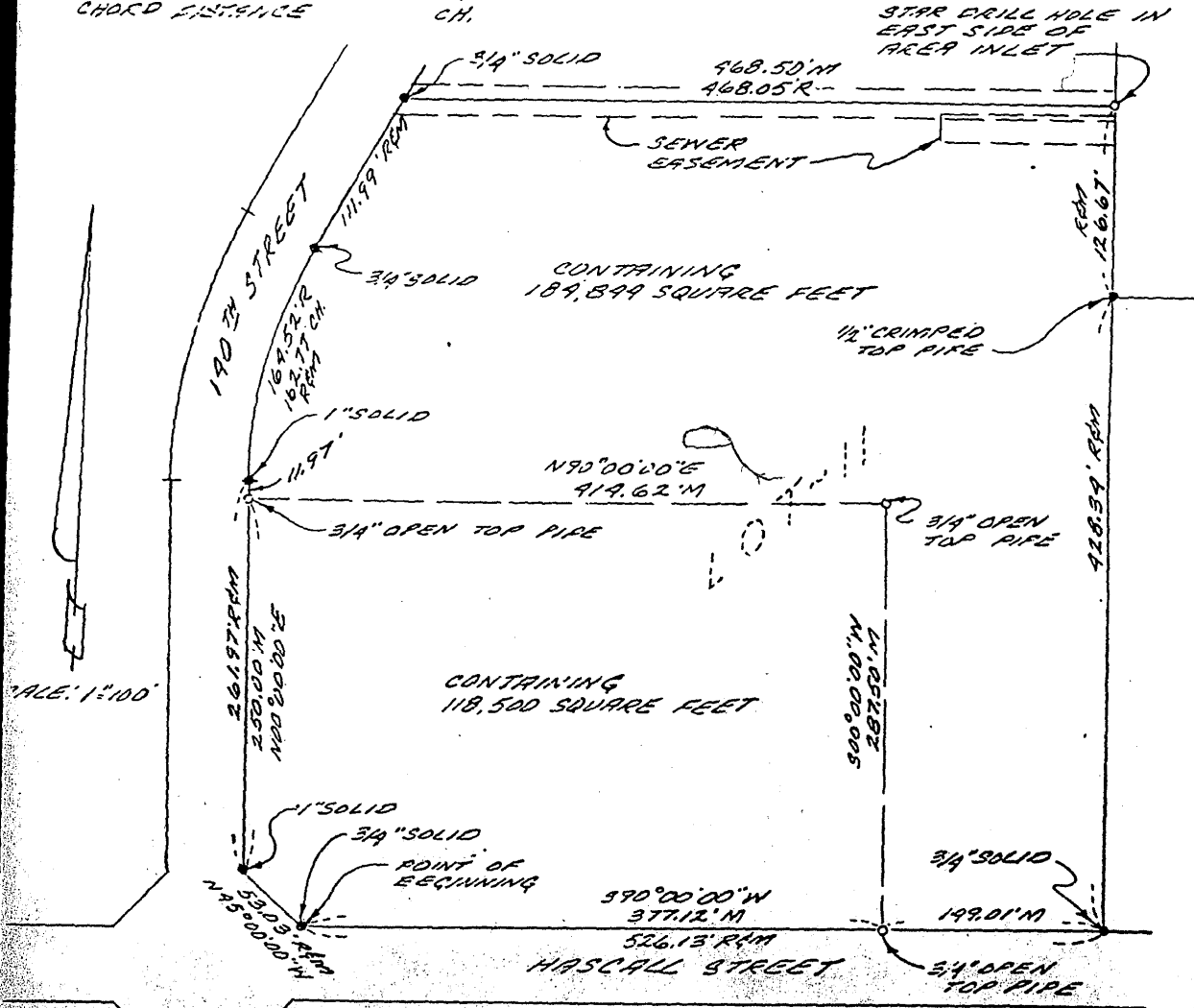
I hereby certify that this plat, map, survey or report was made by me or under my direct personal supervision and that I am a duly Registered Land Surveyor under the laws of the State of Nebraska.

BOOK **730** PAGE **638**

Legal Description: That part of Lot 11, Omaha Industrial Foundation District No. 4, as surveyed, platted and recorded in Douglas County, Nebraska, described as follows: Beginning at the Southwest corner of said Lot 11; thence N45°00'00"W (assumed bearing) on the Southwesterly line of said Lot 11, 53.03 feet; thence N00°00'00"E on the West line of said Lot 11, 250.00 feet; thence N90°00'00"E, 414.62 feet; thence S00°00'00"W, 287.50 feet to the South line of said Lot 11; thence S90°00'00"W on the South line of said Lot 11, 377.12 feet to the point of beginning. Containing 118,500 Square Feet.

LEGEND

- CORNERS FOUND •
- CORNERS SET ○
- RECORDED DISTANCE R
- MEASURED DISTANCE M
- CHORD DISTANCE CH.



William P. Dornier
 Signature of Land Surveyor

DATE RECEIVED _____ Date: May 7, 1983 Reg. No. 217

OFFICIAL ADDRESS _____
 BLDG. PERMIT NO. _____
 JOB NO. 200-118#31
 SHEET NO. _____
 BOOK 85-24 PAGE 4

Approved by a subdivision of only two (2) lots with plat requirement waived per Section 7.08 Home Rule Charter of the City of Omaha, 1956.

8/5/83 *Maureen H. Hinkley*
 Date Planning Director

EXHIBIT "B"



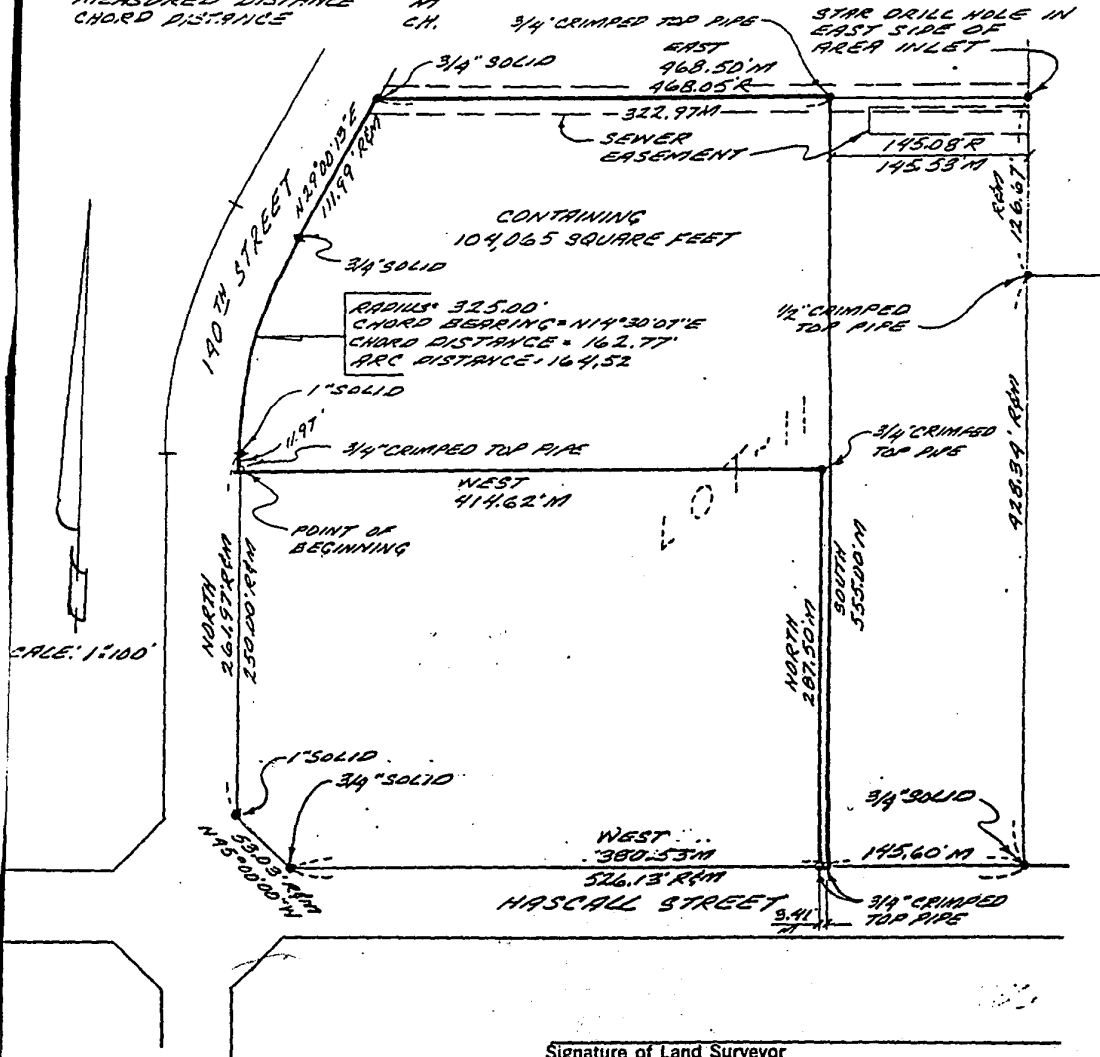
I hereby certify that this plat, map, survey or report was made by me or under my direct personal supervision and that I am a duly Registered Land Surveyor under the laws of the State of Nebraska.

BOOK 730 PAGE 639

Legal Description: That part of Lot 11, Omaha Industrial Foundation District No. 4, as surveyed, platted and recorded in Douglas County, Nebraska, described as follows: Commencing at the S.W. corner of said Lot 11; thence N45°00'00"W (assumed bearing) on the Southwesterly line of said Lot 11, 53.03 feet; thence North on the West line of said Lot 11, 250.00 feet to the point of beginning; thence continuing North on the West line of said Lot 11, 11.97 feet to a point of curve; thence Northeasterly on the West line of said Lot 11 on a 325.00 foot radius curve to the right, chord bearing N14°30'07"E, chord distance 162.77 feet, an arc distance of 164.52 feet to a point of tangency; thence N29°00'13"E on the Westerly line of said Lot 11, 111.99 feet; thence East on the North line of said Lot 11, 322.97 feet; thence South, 555.00 feet to the South line of said Lot 11; thence West on the South line of said Lot 11, 3.41 feet; thence North 287.50 feet; thence West, 414.62 feet to the point of beginning

LEGEND

- CORNERS FOUND •
- CORNERS SET ◦
- RECORDED DISTANCE R
- MEASURED DISTANCE M
- CHORD DISTANCE C.H.



Signature of Land Surveyor

DATE RECEIVED

Date: May 7, 1983

Reg. No. 217

OFFICIAL ADDRESS

EXHIBIT "B-1"

BLDG. PERMIT NO.

1985 FEB - 7 PM 3-21
 RECEIVED
 GEORGE J. DUGLASS
 REGISTER OF DEEDS
 DOUGLAS COUNTY, NEB.

5 April

Book 730
 Page 639
 of 212
 Fee - 39.50 Ad
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 Index 16 1/2
 Comped 15
 N 80-120219
 85A-1 + 80-19
 Comped 15
 MC 8-1